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GENERAL OF THE STATE OF NEW YORK**

Rose Firestein

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(212)416-8325

*Statutory Representative of the Ultimate
Charitable Beneficiaries*

UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

-----X	:	
In re New York City Opera, Inc.	:	Chapter 11
	:	
Debtor.	:	Case No. 13-13240 (SHL)
	:	
-----X	:	

APPENDIX TO

**Affirmation in Support of the New York Attorney General's
(1) Response to the Joint Plan for Reorganization Submitted
by NYCO Renaissance and the Official Committee of
Unsecured Creditors [Docket Nos. 314 and 315] and (2)
Objection to New Vision's § 503(b) Application for Expenses
Including Counsel Fees [Docket No. 321]**

**Exhibits 1-16
and
Demonstrative Exhibits A-I**

EXHIBITS

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1	5-Year Plan Projections and Cover E-Mail
2	Excerpt from <i>OPERA America</i> Magazine; List of Tier 2 Opera Companies
3	Excerpts from City Opera 990s, FY 2008 to FY 2013
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5	E-Mail from Debtor's Counsel Addressing the Estimated Value of the Restricted Funds and Transmitting Materials Concerning the Pending Bequests
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7	E-Mail Thread from NYCO Renaissance's Counsel to OAG Answering Questions Concerning the Plan
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11	<i>New York Times</i> Article that Identifies the Date of City Opera's Last Performance
12	E-Mail from NYCO Renaissance's Counsel Concerning (1) Missing 5 th Year of Plan's Projections, (2) NYCO Renaissance's Intention to Pay New Vision the Amount of Its § 503(b) Demand and (3) the Increase in the Amount of the GUC and PGBC Promissory Notes
13	NYCO Renaissance's Certificate of Incorporation
14	Page from the Website of the Delaware Department of State, Division of Corporations, Stating New Vision's Date of Incorporation
15	Pages from the Website of the New York Department of State, Division of Corporations, Stating the Dates New Vision (1) Registered with the New York Department of State as a Business Corporation, (2) Surrendered Its Authority and (3) Registered as a Foreign Not-for-Profit Corporation
16	E-Mail Thread Between the Debtor's Counsel and the OAG Identifying the Estimated Value of the Pending Bequests as a Gross, Not a Net, Number

DEMONSTRATIVE EXHIBITS

Demonstrative Exhibit	Content
A	Plan's Projections; Sum of Types of Income
B	Plan's Projections; Sum of Contributions and Grants
C	Thrift Shop Sales; Comparison of Actual Sales and Plan's Projections
D	Plan's Projections; Interest Income on Pending Bequests
E	Plan's Projections; Gains/(Losses) from Productions
F	City Opera's 990s; Contributions, Grants and Total Revenue; Performance Revenue and Expenses; Advertising and Insurance
G	Tier 2 Opera Companies; Data from FY 2013 990s
H	Plan's Projections, Years 2-5; Advertising and Promotion Costs; Projections With and Without Pending Bequests
I	Plan's Projections, Years 2-5; Insurance Expenditures

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Including Counsel Fees [Docket No. 321]**

VOLUME 1

Exhibits 1-3

EXHIBIT 1

**5-Year Plan Projections
And Cover E-Mail**

Rose Firestein

From: Kordas, Anna <AKordas@duanemorris.com>
Sent: Wednesday, December 23, 2015 5:18 PM
To: Catalanello, Gerard S.; Rose Firestein
Cc: Stefanelli, Nicole (NStefanelli@lowenstein.com); Sean Southard (SSouthard@Klestadt.com); Stefanie Roth (Stefanie@eyrlaw.com)
Subject: RE: Projections for year 5 are missing; payment to New Vision
Attachments: NYCO 5 year projections.pdf

Rose – please see attached.

Thank you,
Anna

Anna Kordas
Associate

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From: Catalanello, Gerard S.
Sent: Wednesday, December 23, 2015 5:14 PM
To: Rose Firestein
Cc: Stefanelli, Nicole (NStefanelli@lowenstein.com); Sean Southard (SSouthard@Klestadt.com); Stefanie Roth (Stefanie@eyrlaw.com); Kordas, Anna
Subject: Re: Projections for year 5 are missing; payment to New Vision

Rose - We went back and confirmed that the PDF cut off year 5. Anna will send it to you now. Apologies for the confusion. As for the 503b Application, as we discussed last week, when we settled the litigation Kaufman's counsel requested some protection so that, in the event the Application was denied, his client would have some recourse given that his client was withdrawing his plan before my client's plan was confirmed by the court. Given that all of the parties desired to move forward with the plan process without further delay, and because the withdrawal of Kaufman's plan would leave Kaufman with no meaningful recourse if my client's plan was not approved with his Application, NYCOR agreed to guarantee the payment of the claim. Since the claim is to be paid under the plan and because the plan is being funded on the effective date primarily by Roy's \$1.25m contribution, it all comes back to NYCOR. Let me know if you have any other questions.

Gerard S. Catalanello
Partner
Duane Morris LLP
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New York, New York 10036
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Sent from iPhone

On Dec 23, 2015, at 4:22 PM, Rose Firestein <Rose.Firestein@ag.ny.gov> wrote:

Gerard,

Are you aware that the projections that assume the Reorganized Debtor will receive the Pending Bequests and Endowment (the right side of the page) only go to year four? I checked the document on PACER to make sure I hadn't just cut the last year off, but it really isn't there. If there are year five projections, would you please send them to me.

Also, I just want to make sure I have this right. It is my understanding from our earlier conversation that if the Court were to deny New Vision's § 503(b) application for allowance of administrative expenses for counsel fees and other expenses in making a substantial contribution in this case (docket no. 321), NYCO Renaissance and/or the Reorganized Debtor will pay New Vision and/or Kaufman the amount sought by the application (or some other amount) to cover these costs.

Thanks for your help.

Rose
Rose Firestein
Assistant Attorney General
Charities Bureau
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New York, NY 10271
212-416-8325

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NYC Opera Renaissance
Year End Summary

13-13240-shl Doc 331-2 Filed 01/04/16 Entered 01/04/16 15:19:13 Appendix to Exhibits 3, 4, 5, 6, 7, 8, 9, 10, 11, 12, 13, 14, 15, 16, 17, 18, 19, 20, 21, 22, 23, 24, 25, 26, 27, 28, 29, 30, 31, 32, 33, 34, 35, 36, 37, 38, 39, 40, 41, 42, 43, 44, 45, 46, 47, 48, 49, 50, 51, 52, 53, 54, 55, 56, 57, 58, 59, 60, 61, 62, 63, 64, 65, 66, 67, 68, 69, 70, 71, 72, 73, 74, 75, 76, 77, 78, 79, 80, 81, 82, 83, 84, 85, 86, 87, 88, 89, 90, 91, 92, 93, 94, 95, 96, 97, 98, 99, 100, 101, 102, 103, 104, 105, 106, 107, 108, 109, 110, 111, 112, 113, 114, 115, 116, 117, 118, 119, 120, 121, 122, 123, 124, 125, 126, 127, 128, 129, 130, 131, 132, 133, 134, 135, 136, 137, 138, 139, 140, 141, 142, 143, 144, 145, 146, 147, 148, 149, 150, 151, 152, 153, 154, 155, 156, 157, 158, 159, 160, 161, 162, 163, 164, 165, 166, 167, 168, 169, 170, 171, 172, 173, 174, 175, 176, 177, 178, 179, 180, 181, 182, 183, 184, 185, 186, 187, 188, 189, 190, 191, 192, 193, 194, 195, 196, 197, 198, 199, 200, 201, 202, 203, 204, 205, 206, 207, 208, 209, 210, 211, 212, 213, 214, 215, 216, 217, 218, 219, 220, 221, 222, 223, 224, 225, 226, 227, 228, 229, 230, 231, 232, 233, 234, 235, 236, 237, 238, 239, 240, 241, 242, 243, 244, 245, 246, 247, 248, 249, 250, 251, 252, 253, 254, 255, 256, 257, 258, 259, 260, 261, 262, 263, 264, 265, 266, 267, 268, 269, 270, 271, 272, 273, 274, 275, 276, 277, 278, 279, 280, 281, 282, 283, 284, 285, 286, 287, 288, 289, 290, 291, 292, 293, 294, 295, 296, 297, 298, 299, 300, 301, 302, 303, 304, 305, 306, 307, 308, 309, 310, 311, 312, 313, 314, 315, 316, 317, 318, 319, 320, 321, 322, 323, 324, 325, 326, 327, 328, 329, 330, 331, 332, 333, 334, 335, 336, 337, 338, 339, 340, 341, 342, 343, 344, 345, 346, 347, 348, 349, 350, 351, 352, 353, 354, 355, 356, 357, 358, 359, 360, 361, 362, 363, 364, 365, 366, 367, 368, 369, 370, 371, 372, 373, 374, 375, 376, 377, 378, 379, 380, 381, 382, 383, 384, 385, 386, 387, 388, 389, 390, 391, 392, 393, 394, 395, 396, 397, 398, 399, 400, 401, 402, 403, 404, 405, 406, 407, 408, 409, 410, 411, 412, 413, 414, 415, 416, 417, 418, 419, 420, 421, 422, 423, 424, 425, 426, 427, 428, 429, 430, 431, 432, 433, 434, 435, 436, 437, 438, 439, 440, 441, 442, 443, 444, 445, 446, 447, 448, 449, 450, 451, 452, 453, 454, 455, 456, 457, 458, 459, 460, 461, 462, 463, 464, 465, 466, 467, 468, 469, 470, 471, 472, 473, 474, 475, 476, 477, 478, 479, 480, 481, 482, 483, 484, 485, 486, 487, 488, 489, 490, 491, 492, 493, 494, 495, 496, 497, 498, 499, 500, 501, 502, 503, 504, 505, 506, 507, 508, 509, 510, 511, 512, 513, 514, 515, 516, 517, 518, 519, 520, 521, 522, 523, 524, 525, 526, 527, 528, 529, 530, 531, 532, 533, 534, 535, 536, 537, 538, 539, 540, 541, 542, 543, 544, 545, 546, 547, 548, 549, 550, 551, 552, 553, 554, 555, 556, 557, 558, 559, 560, 561, 562, 563, 564, 565, 566, 567, 568, 569, 570, 571, 572, 573, 574, 575, 576, 577, 578, 579, 580, 581, 582, 583, 584, 585, 586, 587, 588, 589, 590, 591, 592, 593, 594, 595, 596, 597, 598, 599, 600, 601, 602, 603, 604, 605, 606, 607, 608, 609, 610, 611, 612, 613, 614, 615, 616, 617, 618, 619, 620, 621, 622, 623, 624, 625, 626, 627, 628, 629, 630, 631, 632, 633, 634, 635, 636, 637, 638, 639, 640, 641, 642, 643, 644, 645, 646, 647, 648, 649, 650, 651, 652, 653, 654, 655, 656, 657, 658, 659, 660, 661, 662, 663, 664, 665, 666, 667, 668, 669, 670, 671, 672, 673, 674, 675, 676, 677, 678, 679, 680, 681, 682, 683, 684, 685, 686, 687, 688, 689, 690, 691, 692, 693, 694, 695, 696, 697, 698, 699, 700, 701, 702, 703, 704, 705, 706, 707, 708, 709, 710, 711, 712, 713, 714, 715, 716, 717, 718, 719, 720, 721, 722, 723, 724, 725, 726, 727, 728, 729, 730, 731, 732, 733, 734, 735, 736, 737, 738, 739, 740, 741, 742, 743, 744, 745, 746, 747, 748, 749, 750, 751, 752, 753, 754, 755, 756, 757, 758, 759, 760, 761, 762, 763, 764, 765, 766, 767, 768, 769, 770, 771, 772, 773, 774, 775, 776, 777, 778, 779, 780, 781, 782, 783, 784, 785, 786, 787, 788, 789, 790, 791, 792, 793, 794, 795, 796, 797, 798, 799, 800, 801, 802, 803, 804, 805, 806, 807, 808, 809, 810, 811, 812, 813, 814, 815, 816, 817, 818, 819, 820, 821, 822, 823, 824, 825, 826, 827, 828, 829, 830, 831, 832, 833, 834, 835, 836, 837, 838, 839, 840, 841, 842, 843, 844, 845, 846, 847, 848, 849, 850, 851, 852, 853, 854, 855, 856, 857, 858, 859, 860, 861, 862, 863, 864, 865, 866, 867, 868, 869, 870, 871, 872, 873, 874, 875, 876, 877, 878, 879, 880, 881, 882, 883, 884, 885, 886, 887, 888, 889, 890, 891, 892, 893, 894, 895, 896, 897, 898, 899, 900, 901, 902, 903, 904, 905, 906, 907, 908, 909, 910, 911, 912, 913, 914, 915, 916, 917, 918, 919, 920, 921, 922, 923, 924, 925, 926, 927, 928, 929, 930, 931, 932, 933, 934, 935, 936, 937, 938, 939, 940, 941, 942, 943, 944, 945, 946, 947, 948, 949, 950, 951, 952, 953, 954, 955, 956, 957, 958, 959, 960, 961, 962, 963, 964, 965, 966, 967, 968, 969, 970, 971, 972, 973, 974, 975, 976, 977, 978, 979, 980, 981, 982, 983, 984, 985, 986, 987, 988, 989, 990, 991, 992, 993, 994, 995, 996, 997, 998, 999, 1000

	5-Year Production (Without Funding, Begun and Endowment)					5-Year Production With Funding, Begun and Endowment Interest Income				
	Year One (June Period) Jan 2016 - June 2016	Year Two July 2016 - June 2017	Year Three July 2017 - June 2018	Year Four July 2018 - June 2019	Year Five July 2019 - June 2020	Year One (June Period) Jan 2016 - June 2016	Year Two July 2016 - June 2017	Year Three July 2017 - June 2018	Year Four July 2018 - June 2019	Year Five July 2019 - June 2020
Public support and other income	2,488,000	2,850,000	3,277,500	3,884,250	3,884,775	2,488,000	3,200,000	3,827,500	3,854,250	4,315,775
Contributors	250,000	248,888	287,485	316,245	347,888	250,000	288,888	287,485	316,245	347,888
Gifts	600,000	1,200,000	1,200,000	1,200,000	1,200,000	600,000	1,200,000	1,200,000	1,200,000	1,200,000
In-kind Donations	38,188	74,568	85,733	84,328	103,781	38,188	74,568	85,733	84,328	103,781
Endowment Interest Income	-	-	-	-	-	-	-	-	-	-
Other Income - Funding Disbursements	-	-	-	-	-	-	-	-	-	-
Request Interest Income	-	-	-	-	-	-	-	-	-	-
Total public support and other income	3,184,188	4,374,884	4,650,718	5,215,823	5,617,406	3,184,188	4,650,718	5,215,823	5,617,406	6,366,906
Performance & Special Events Income	-	-	-	-	-	-	-	-	-	-
GALA Income	125,000	1,521,000	1,521,000	1,521,000	1,521,000	125,000	1,521,000	1,521,000	1,521,000	1,521,000
Large Scale Productions	912,000	80,100	80,100	80,100	80,100	912,000	80,100	80,100	80,100	80,100
Small Scale Productions	40,050	7,500	7,500	7,500	7,500	40,050	7,500	7,500	7,500	7,500
Open for Kids	80,550	288,500	288,500	288,500	288,500	80,550	288,500	288,500	288,500	288,500
Total Performance Income	1,161,850	1,897,100	1,897,100	1,897,100	1,897,100	1,161,850	1,897,100	1,897,100	1,897,100	1,897,100
Cost of Sales	37,500	3,008,813	3,187,222	3,282,839	3,381,324	37,500	3,008,813	3,187,222	3,282,839	3,381,324
GALA Expenses	1,804,089	345,054	385,757	378,730	388,032	1,804,089	345,054	385,757	378,730	388,032
Large Scale Productions	172,527	178,719	180,580	186,217	202,104	172,527	178,719	180,580	186,217	202,104
Small Scale Productions	89,880	79,500	288,800	288,327	288,488	89,880	79,500	288,800	288,327	288,488
Open for Kids	79,500	288,500	288,500	288,500	288,500	79,500	288,500	288,500	288,500	288,500
Total Cost of Performance & Special Events	2,183,475	3,785,386	4,024,382	4,145,113	4,289,488	2,183,475	3,785,386	4,024,382	4,145,113	4,289,488
Net Income from Performance & Special Events	(1,021,625)	(1,918,486)	(2,147,282)	(2,288,013)	(2,392,388)	(1,021,625)	(1,918,486)	(2,147,282)	(2,288,013)	(2,392,388)
TOTAL REVENUE	2,382,874	2,455,078	2,703,487	2,947,810	3,225,018	2,382,874	2,703,487	2,947,810	3,225,018	3,983,518
Salaries and Wages	-	-	-	-	-	-	-	-	-	-
Director's Compensation	-	-	-	-	-	-	-	-	-	-
Benefits	-	-	-	-	-	-	-	-	-	-
Part-Time Employees	182,500	540,000	621,000	714,150	821,273	182,500	540,000	621,000	714,150	821,273
Part-Time Employees	17,500	17,500	224,081	257,705	288,381	17,500	17,500	224,081	257,705	288,381
Payroll Taxes and Benefits	71,554	194,882	845,081	871,855	1,117,833	71,554	194,882	845,081	871,855	1,117,833
Total Salary and Wages	281,554	734,882	1,690,162	1,843,710	2,227,487	281,554	734,882	1,690,162	1,843,710	2,227,487
Fixed Business Expenses	-	-	-	-	-	-	-	-	-	-
Contract Labor	147,380	303,623	348,188	401,541	481,773	147,380	303,623	348,188	401,541	481,773
Legal and Professional Fees	25,750	53,045	61,002	70,152	80,675	25,750	53,045	61,002	70,152	80,675
Office Expenses & Supplies	3,347	8,885	7,829	9,118	10,488	3,347	8,885	7,829	9,118	10,488
Travel & Hospitality	9,817	19,635	22,580	25,867	28,882	9,817	19,635	22,580	25,867	28,882
Insurance (Liability and Property)	21,630	44,558	51,241	58,928	67,787	21,630	44,558	51,241	58,928	67,787
Advertising	5,553	11,458	13,178	15,154	17,428	5,553	11,458	13,178	15,154	17,428
Telephone, Printing & Postage	14,882	30,657	35,268	40,544	46,028	14,882	30,657	35,268	40,544	46,028
Business and Subscriptions	20,900	63,654	73,202	84,182	98,810	20,900	63,654	73,202	84,182	98,810
Bank & Merchant Fees	3,481	7,128	8,189	9,428	10,843	3,481	7,128	8,189	9,428	10,843
Box Office Expenses	258	530	610	702	807	258	530	610	702	807
Box Office Expenses	87	189	228	264	303	87	189	228	264	303
Box Office Expenses	5,148	10,805	12,129	14,025	16,129	5,148	10,805	12,129	14,025	16,129
Box Office Expenses	18,545	38,203	43,939	50,523	58,101	18,545	38,203	43,939	50,523	58,101
Domestic Professional Services	38,188	74,568	85,733	84,328	103,781	38,188	74,568	85,733	84,328	103,781
Domestic Use of Facilities	500,000	1,000,000	1,000,000	1,000,000	1,000,000	500,000	1,000,000	1,000,000	1,000,000	1,000,000
Travel Ship Expenses	822,885	1,684,780	1,784,474	1,878,145	2,011,017	822,885	1,684,780	1,784,474	1,878,145	2,011,017
Fixed Business Expenses	-	-	-	-	-	-	-	-	-	-
Other Expenses	-	-	-	-	-	-	-	-	-	-
Plan Contribution	1,250,000	-	-	-	-	1,250,000	-	-	-	-

NYC Opera Renaissance
Year End Summary

Appendix to

03/15/19

Affirmation vol. 1 exhibits 1-3

13-13240-shl Doc 331-2 Filed 01/04/16 Entered 01/04/16 15:19:13

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6-Year Projection Without Pending Requests and Endowment

	Year One (2018 Period)	Year Two	Year Three	Year Four	Year Five
PBOC Note		85,000	85,000	85,000	85,000
GLIC Note					
Depreciation					
Interest					
Commercial Loan					
Commercial Mortgage					
Line of Credit					
Credit Card Debt					
Vehicle Loans					
Other Bank Debt					
Taxes					
Total Other Expenses	1,250,000	85,000	85,000	85,000	85,000
Temporarily Restricted Funds					
Net Expense	\$ 8,135	\$ (28,545)	\$ 8,902	\$ 11,810	\$ 11,388
Net Assets	\$ 8,135	\$ (21,410)	\$ (112,508)	\$ (888)	\$ 10,891

6-Year Projection With Pending Requests and Endowment Interest Income

	Year One (2018 Period)	Year Two	Year Three	Year Four	Year Five
PBOC Note		85,000	85,000	85,000	85,000
GLIC Note		398,250	398,250	398,250	398,250
Depreciation					
Interest					
Commercial Loan					
Commercial Mortgage					
Line of Credit					
Credit Card Debt					
Vehicle Loans					
Other Bank Debt					
Taxes					
Total Other Expenses	1,250,000	481,250	481,250	481,250	481,250
Temporarily Restricted Funds					
Net Expense	\$ 38,135	\$ 197,845	\$ 194,033	\$ 150,873	\$ 99,144
Net Assets	\$ 38,135	\$ 8,348,280	\$ 8,543,312	\$ 8,683,888	\$ 8,783,130

NYC revenues included a restricted pledge from R. Rindbacher for \$1,250,000 that will be used to fund the PBOC.

Years 2, 3, 4 and 5 revenues includes the release from board restricted funds to make subsequent upgrage payments of \$481,250.00 per year over 4 years to the PBOC on account of the PBOC Note (\$348,000) and to the General Unassigned Endowment on account of the GLIC Note (\$1,505,000) for a total of \$1,853 million over 4 years.

EXHIBIT 2

**Excerpt from OPERA America Magazine
List of Tier 2 Opera Companies**

OPERA AMERICA



THE YEAR
IN REVIEW

AN INTERVIEW
WITH NEA
CHAIRMAN
JANE CHU

WALLACE
ANNOUNCES
AUDIENCE
INITIATIVE

ANNUAL FIELD
REPORT:
OPERA ON THE
REBOUND

OPERA AMERICA

ANNUAL FIELD REPORT

LEVEL 2 OVERVIEW

ANNUAL BUDGET BETWEEN \$3,000,000 AND \$10,000,000

Affirmation vol. 1 exhibits 1-3 Pg 13 of 32

15 COMPANIES

Constant Sample Group for this survey
based on data reported from:

The Atlanta Opera
Arizona Opera
Austin Lyric Opera
Boston Lyric Opera
Cincinnati Opera
Fort Worth Opera
The Glimmerglass Festival
Hawaii Opera Theatre
Lyric Opera of Kansas City
Opera San Jose
Opera Philadelphia
Opera Theatre of Saint Louis
Palm Beach Opera
Pittsburgh Opera
Portland Opera

Level 2 companies saw average deficits as a percentage of expense drop from a high of 2.3% in 2011 to just over 1% in 2013. Five of the 15 companies in the group posted deficits, compared to 7 in 2012 and 10 in 2009. The number of performances increased, but paid attendance dropped to its lowest average since 2009, a decrease of 20% over the five-year period. Box office revenue dropped by only 14% due to pricing models that increased revenue per ticket but widened the price difference between top-tier and low-tier tickets. Earned revenue related to attendance, including parking, ticket fees and concessions, experienced similar declines. Net earned revenue fell 11.8% between 2012 and 2013, lagging behind 2009 earnings by 6.6%. Increased board, individual and foundation contributions offset most of the earned revenue decline since 2009. Corporate giving grew a substantial 13.2% between 2012 and 2013.

Companies reduced expenses by over 5% between 2012 and 2013, with an average of 56% spent on artistic and production. Marketing/PR/box office expense decreased, while increased development expenditure indicated a greater focus on fundraising. Singer training program expenses saw the most significant reduction since 2009.

As with Level 1 companies, release of purpose-restricted assets supported a larger share of programming. Investment portfolios grew as more assets were channeled into permanently restricted investments. Net assets continued to climb from 2009. Working capital and investments as a percentage of expenses reached a new peak.

OPERATING NET INCOME

AVERAGE OF U.S. CONSTANT SAMPLE GROUP OF (15) LEVEL 2 COMPANIES

	2009	2010	2011	2012	2013	Pctg. Change		4-yr Annualized Growth Rate
						1-yr	4-yr	
Total Operating Revenue	\$6,065,131	\$6,083,660	\$6,095,831	\$6,585,737	\$6,228,973	-5.4%	2.7%	0.7%
Total Expense	\$6,438,974	\$5,999,616	\$6,238,647	\$6,669,041	\$6,295,737	-5.6%	-2.2%	-0.6%
Operating Net Income	(\$373,844)	\$84,044	(\$142,816)	(\$83,304)	(\$66,764)			
as % of Expense	-5.8%	1.4%	-2.3%	-1.2%	-1.1%			

BALANCE SHEET

AVERAGE OF U.S. CONSTANT SAMPLE GROUP OF (15) LEVEL 2 COMPANIES

	2009	2010	2011	2012	2013	Pctg. Change		4-yr Annualized Growth Rate
						1-yr	4-yr	
NET ASSETS								
Unrestricted	\$2,245,716	\$2,215,008	\$2,701,204	\$2,113,527	\$2,338,546	10.6%	4.1%	1.0%
Temporarily Restricted	\$2,489,806	\$2,240,572	\$2,635,801	\$2,815,947	\$3,499,309	24.3%	40.5%	8.9%
Permanently Restricted	\$3,925,889	\$4,118,581	\$5,088,244	\$5,086,712	\$5,720,495	12.5%	45.7%	9.9%
Total Net Assets	\$8,661,411	\$8,574,161	\$10,425,249	\$10,016,185	\$11,558,350	15.4%	33.4%	7.5%
as % of Expense	134.5%	142.9%	167.1%	150.2%	183.6%			
Working Capital	(\$704,424)	(\$536,824)	\$104,269	\$129,563	\$244,420	88.6%		
as % of Expense	-10.9%	-8.9%	1.7%	1.9%	3.9%			
Investments *	\$5,766,423	\$5,834,689	\$6,241,653	\$7,553,928	\$8,253,000	21.0%	43.1%	9.4%
as % of Expense	89.6%	97.3%	100.0%	113.3%	131.1%			
Net Fixed Assets	\$2,950,140	\$2,751,832	\$2,596,935	\$1,983,963	\$2,094,126	5.6%	-29.0%	-8.2%

* Including Separately Incorporated Endowments

EXHIBIT 3

**Excerpts from City Opera 990s
FY 2008 to FY 2013**

990 **Return of Organization Exempt From Income Tax** **2008**
 Under section 501(c), 527, or 4947(a)(1) of the Internal Revenue Code (except black lung benefit trust or private foundation)
 Department of the Treasury Internal Revenue Service
 The organization may have to use a copy of this return to satisfy state reporting requirements
 OMB No 1545-0047
 Open to Public Inspection

A For the 2008 calendar year, or tax year beginning 07-01-2008 and ending 06-30-2009

B Check if applicable:
☐ Address change
☐ Name change
☐ Initial return
☐ Termination
☐ Amended return
☐ Application pending

C Name of organization: NEW YORK CITY OPERA INC
 Doing Business As:
 Number and street (or P O box if mail is not delivered to street address): 20 LINCOLN CENTER PLAZA
 Room/suite:
 City or town, state or country, and ZIP + 4: NEW YORK, NY 10023

D Employer identification number: 13-2974347
E Telephone number: (212) 870-4266
G Gross receipts \$ 51,875,000

F Name and address of Principal Officer: GEORGE STEEL, 20 LINCOLN CENTER PLAZA 4TH FLOOR, NEW YORK, NY 10023

H(a) Is this a group return for affiliates? ☐ Yes ☒ No
H(b) Are all affiliates included? ☐ Yes ☒ No (If "No," attach a list. See instructions.)
H(c) Group Exemption Number

I Tax-exempt status: ☒ 501(c) (3) (insert no) ☐ 4947(a)(1) or ☐ 527

J Web site: NYCOPERA.COM

K Type of organization: ☒ Corporation ☐ trust ☐ association ☐ other
L Year of formation: 1978
M State of legal domicile: NY

Part I Summary

1 Briefly describe the organization's mission or most significant activities:
 TO INSPIRE AUDIENCES WITH INNOVATIVE AND THEATRICALY COMPELLING OPERA

2 Check this box ☐ if the organization discontinued its operations or disposed of more than 25% of its assets

3 Number of voting members of the governing body (Part VI, line 1a) **3** **34**
4 Number of independent voting members of the governing body (Part VI, line 1b) **4** **34**
5 Total number of employees (Part V, line 2a) **5** **660**
6 Total number of volunteers (estimate if necessary) **6** **50**
7a Total gross unrelated business revenue from Part VIII, line 12, column (C) **7a** **-9,000**
b Net unrelated business taxable income from Form 990-T, line 34 **7b** **-9,000**

	Prior Year	Current Year
8 Contributions and grants (Part VIII, line 1h)	15,732,000	13,958,000
9 Program service revenue (Part VIII, line 2g)	13,060,000	922,000
10 Investment income (Part VIII, column (A), lines 3, 4, and 7d)	1,323,000	-9,545,000
11 Other revenue (Part VIII, column (A), lines 5, 6d, 8c, 9c, 10c, and 11e)	2,775,000	660,000
12 Total revenue—add lines 8 through 11 (must equal Part VIII, column (A), line 12)	32,890,000	5,995,000
13 Grants and similar amounts paid (Part IX, column (A), lines 1–3)		0
14 Benefits paid to or for members (Part IX, column (A), line 4)		0
15 Salaries, other compensation, employee benefits (Part IX, column (A), lines 5–10)	30,110,000	16,958,000
16a Professional fundraising fees (Part IX, column (A), line 11e)	133,000	65,000
b (Total fundraising expenses, Part IX, column (D), line 25 <u>2,496,000</u>)		
17 Other expenses (Part IX, column (A), lines 11a–11d, 11f–24f)	13,933,000	8,888,000
18 Total expenses—add lines 13–17 (must equal Part IX, line 25, column (A))	44,176,000	25,911,000
19 Revenue less expenses Subtract line 18 from line 12	-11,286,000	-19,916,000
	Beginning of Year	End of Year
20 Total assets (Part X, line 16)	55,667,000	24,187,000
21 Total liabilities (Part X, line 26)	14,720,000	7,289,000
22 Net assets or fund balances Subtract line 21 from line 20	40,947,000	16,898,000

Part II Signature Block

Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete. Declaration of preparer (other than officer) is based on all information of which preparer has any knowledge.

Please Sign Here
 Signature of officer: _____ Date: 2010-05-17
 PETER GEE CFO & DIR OF ADMINISTRATION
 Type or print name and title

Paid Preparer's Use Only
 Preparer's signature: _____ Date: _____
 Firm's name (or yours if self-employed), address, and ZIP + 4: _____
 Check if self-employed ☐
 Preparer's PTIN (See Gen. Inst.): _____
 EIN: _____
 Phone no.: _____

May the IRS discuss this return with the preparer shown above? (See instructions) ☐ Yes ☒ No

Form 990 (2008)

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Part III Statement of Program Service Accomplishments (See the instructions.)

1 Briefly describe the organization's mission

CITY OPERA'S MISSION IS TO INSPIRE AUDIENCES WITH INNOVATIVE AND THEATRICALY COMPELLING OPERA, TO NURTURE THE WORK OF PROMISING AMERICAN ARTISTS, AND TO BUILD NEW AUDIENCES THROUGH AFFORDABLE TICKET PRICES AND EXTENSIVE OUTREACH AND EDUCATION PROGRAMS

2 Did the organization undertake any significant program services during the year which were not listed on the prior Form 990 or 990-EZ? ☒ Yes ☐ No

If "Yes," describe these new services on Schedule O

3 Did the organization cease conducting or make significant changes in how it conducts any program services? ☒ Yes ☐ No

If "Yes," describe these changes on Schedule O

4 Describe the exempt purpose achievements for each of the organization's three largest program services by expenses Section 501(c)(3) and (4) organizations and 4947(a)(1) trusts are required to report the amount of grants and allocations to others, the total expenses, and revenue, if any, for each program service reported

4a	(Code	) (Expenses \$	3,648,000	including grants of \$	) (Revenue \$	874,000)
PRESENTED CONCERT SERIES THROUGH 4 BOROUGHs HIGHLIGHTED BY THE CENTENNIAL OF THE BIRTH OF SAMUEL BARBER WITH 2 PERFORMANCES OF BARBER'S OPERATIC MASTERWORK ANTONY AND CLEOPATRA IN CARNEGIE HALL JAN 15-16, 2009, FOR AUDIENCES OF MORE THAN 4,400 OTHER CONCERTS INCLUDED 4 PERFORMANCES OF LOOKING FORWARD IN BROOKLYN, QUEENS, STATEN ISLAND, AND MANHATTAN AND 3 FREE CONCERTS AS PART OF THE RIVER TO RIVER FESTIVAL						

4b	(Code	) (Expenses \$	823,000	including grants of \$	) (Revenue \$)
PRESENTED THE 10TH ANNUAL VOX SHOWCASING AMERICAN OPERA FESTIVAL ON MAY 1-2, 2009 AT THE SKIRBALL CENTER OF NYU, FEATURING EXCERPTS FROM TEN NEW AMERICAN OPERAS, PRESENTED FREE TO AN AUDIENCE OF 2,000						

4c	(Code	) (Expenses \$	785,000	including grants of \$	) (Revenue \$	48,000)
BROUGHT EDUCATION PROGRAMS TO MORE THAN 4,000 YOUNG PEOPLE FROM ALL FIVE BOROUGHs OF NEW YORK, THROUGH OPERA IS ELEMENTARY, OPERA AND LITERACY, HIGH SCHOOL PARTNERSHIPS, AND PRE-PROFESSIONAL PROGRAMS ALSO OFFERED ADULT PROGRAMS INCLUDING OPERA MATTERS, SYMPOSIA, AND A SPECIAL BLACK HISTORY MONTH CONCERT PRESENTATION OF TROUBLED ISLAND						

(Code) (Expenses \$	12,901,000	including grants of \$) (Revenue \$)
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4d Other program services (Describe in Schedule O)

(Expenses \$	including grants of \$) (Revenue \$)
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4e Total program service expenses \$ 18,157,000 Must equal Part IX, Line 25, column (B).

Form 990 (2008)

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Part IX Statement of Functional Expenses

Section 501(c)(3) and 501(c)(4) organizations must complete all columns.

All other organizations must complete column (A) but are not required to complete columns (B), (C), and (D).

Do not include amounts reported on lines 6b, 7b, 8b, 9b, and 10b of Part VIII.

	(A) Total expenses	(B) Program service expenses	(C) Management and general expenses	(D) Fundraising expenses
1 Grants and other assistance to governments and organizations in the U S See Part IV, line 21				
2 Grants and other assistance to individuals in the U S See Part IV, line 22				
3 Grants and other assistance to governments, organizations and individuals outside the U S See Part IV, lines 15 and 16				
4 Benefits paid to or for members				
5 Compensation of current officers, directors, trustees, and key employees	2,232,000	1,047,000	589,000	596,000
6 Compensation not included above, to disqualified persons (as defined under section 4958(f)(1)) and persons described in section 4958(c)(3)(B)	10,597,000	8,130,000	1,467,000	1,000,000
7 Other salaries and wages			1,467,000	
8 Pension plan contributions (include section 401(k) and section 403(b) employer contributions)	960,000	796,000	81,000	83,000
9 Other employee benefits	1,610,000	1,267,000	193,000	150,000
10 Payroll taxes	1,559,000	1,193,000	206,000	160,000
11 Fees for services (non-employees)				
a Management				
b Legal	471,000	10,000	461,000	
c Accounting				
d Lobbying				
e Professional fundraising See Part IV, line 17	65,000			65,000
f Investment management fees				
g Other	684,000	549,000	19,000	116,000
12 Advertising and promotion	384,000	296,000		88,000
13 Office expenses	442,000	219,000	132,000	91,000
14 Information technology	62,000	62,000		
15 Royalties	14,000	14,000		
16 Occupancy	1,015,000	635,000	357,000	23,000
17 Travel	110,000	77,000	9,000	24,000
18 Payments of travel or entertainment expenses for any Federal, state or local public officials				
19 Conferences, conventions and meetings	8,000	5,000		3,000
20 Interest	114,000		114,000	
21 Payments to affiliates				
22 Depreciation, depletion, and amortization	262,000	169,000	93,000	
23 Insurance	94,000	24,000	70,000	
24 Other expenses—Itemize expenses not covered above (Expenses grouped together and labeled miscellaneous may not exceed 5% of total expenses shown on line 25 below)				
a ALLOCATIONS FROM CCMD	4,838,000	3,456,000	1,382,000	
b MISCELLANEOUS	258,000	162,000	75,000	21,000
c PATRON CULTIVATION	68,000			68,000
d PRODUCTION MATERIAL	64,000	46,000	10,000	8,000
f All other expenses				
25 Total functional expenses. Add lines 1 through 24f	25,911,000	18,157,000	5,258,000	2,496,000
26 Joint Costs. Check <input type="checkbox"/> if following SOP 98-2 Complete this line only if the organization reported in column (B) joint costs from a combined educational campaign and fundraising solicitation				

Form **990** (2008)

990 **Return of Organization Exempt From Income Tax** **2009**

OMB No 1545-0047

Under section 501(c), 527, or 4947(a)(1) of the Internal Revenue Code (except black lung benefit trust or private foundation)

The organization may have to use a copy of this return to satisfy state reporting requirements

Open to Public Inspection

A For the 2009 calendar year, or tax year beginning 07-01-2009 and ending 06-30-2010

B Check if applicable:
☐ Address change
☐ Name change
☐ Initial return
☐ Terminated
☐ Amended return
☐ Application pending

C Name of organization: New York City Opera Inc
 Doing Business As:
 Number and street (or P O box if mail is not delivered to street address) Room/suite: 20 LINCOLN CENTER PLAZA
 City or town, state or country, and ZIP + 4: NEW YORK, NY 10023

D Employer identification number: 13-2974347
E Telephone number: (212) 870-4087
G Gross receipts \$ 28,792,552

F Name and address of principal officer: GEORGE STEEL, 20 LINCOLN CENTER PLAZA, NEW YORK, NY 10023

H(a) Is this a group return for affiliates? ☐ Yes ☒ No
H(b) Are all affiliates included? ☐ Yes ☒ No
 If "No," attach a list (see instructions)
H(c) Group exemption number

I Tax-exempt status: ☒ 501(c) (3) (insert no) ☐ 4947(a)(1) or ☐ 527

J Website: WWW.NYCOPERA.COM

K Form of organization: ☒ Corporation ☐ Trust ☐ Association ☐ Other

L Year of formation: 1943 **M** State of legal domicile: NY

Part I Summary

1 Briefly describe the organization's mission or most significant activities:
 TO INSPIRE AUDIENCES WITH INNOVATIVE AND THEATRICALY COMPELLING OPERA

2 Check this box ☐ If the organization discontinued its operations or disposed of more than 25% of its net assets

3 Number of voting members of the governing body (Part VI, line 1a) **3** **33**

4 Number of independent voting members of the governing body (Part VI, line 1b) **4** **33**

5 Total number of employees (Part V, line 2a) **5** **505**

6 Total number of volunteers (estimate if necessary) **6** **279**

7a Total gross unrelated business revenue from Part VIII, column (C), line 12 **7a** **0**

b Net unrelated business taxable income from Form 990-T, line 34 **7b**

	Prior Year	Current Year
8 Contributions and grants (Part VIII, line 1h)	13,957,966	13,928,740
9 Program service revenue (Part VIII, line 2g)	921,909	8,514,077
10 Investment income (Part VIII, column (A), lines 3, 4, and 7d)	-9,545,514	263,075
11 Other revenue (Part VIII, column (A), lines 5, 6d, 8c, 9c, 10c, and 11e)	661,230	469,910
12 Total revenue—add lines 8 through 11 (must equal Part VIII, column (A), line 12)	5,995,591	23,175,802
13 Grants and similar amounts paid (Part IX, column (A), lines 1-3)		0
14 Benefits paid to or for members (Part IX, column (A), line 4)		0
15 Salaries, other compensation, employee benefits (Part IX, column (A), lines 5-10)	16,957,738	20,072,419
16a Professional fundraising fees (Part IX, column (A), line 11e)	65,087	77,605
b Total fundraising expenses (Part IX, column (D), line 25)	2,097,361	
17 Other expenses (Part IX, column (A), lines 11a-11d, 11f-24f)	8,888,637	10,649,907
18 Total expenses Add lines 13-17 (must equal Part IX, column (A), line 25)	25,911,462	30,799,931
19 Revenue less expenses Subtract line 18 from line 12	-19,915,871	-7,624,129

	Beginning of Current Year	End of Year
20 Total assets (Part X, line 16)	24,186,371	17,633,068
21 Total liabilities (Part X, line 26)	7,288,586	7,978,961
22 Net assets or fund balances Subtract line 21 from line 20	16,897,785	9,654,107

Part II Signature Block

Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete. Declaration of preparer (other than officer) is based on all information of which preparer has any knowledge.

Sign Here

Signature of officer: PETER GEE CFO AND DIRECTOR OF ADMINISTRATION
 Date: 2011-05-06

Paid Preparer's Use Only

Preparer's signature: EISNERAMPER LLP
 Date: 750 THIRD AVENUE
 NEW YORK, NY 100172703
 Check if self-employed: ☐
 Preparer's identifying number (see instructions):
 EIN:
 Phone no:
 May the IRS discuss this return with the preparer shown above? (see instructions) ☐ Yes ☐ No

Form 990 (2009)

Page **2**

Part III Statement of Program Service Accomplishments

1 Briefly describe the organization's mission

CITY OPERA'S MISSION IS TO INSPIRE AUDIENCES WITH INNOVATIVE AND THEATRICALY COMPELLING OPERA, TO NURTURE THE WORK OF PROMISING AMERICAN ARTISTS, AND TO BUILD NEW AUDIENCES THROUGH AFFORDABLE TICKET PRICES AND EXTENSIVE OUTREACH AND EDUCATION PROGRAMS

2 Did the organization undertake any significant program services during the year which were not listed on the prior Form 990 or 990-EZ? ☒ Yes ☐ No
If "Yes," describe these new services on Schedule O

3 Did the organization cease conducting, or make significant changes in how it conducts, any program services? ☐ Yes ☒ No
If "Yes," describe these changes on Schedule O

4 Describe the exempt purpose achievements for each of the organization's three largest program services by expenses. Section 501(c)(3) and 501(c)(4) organizations and section 4947(a)(1) trusts are required to report the amount of grants and allocations to others, the total expenses, and revenue, if any, for each program service reported

4a	(Code 711,130) (Expenses \$ 22,949,605 including grants of \$) (Revenue \$ 8,072,451)
MAINSTAGE PRODUCTIONS - UNDER THE LEADERSHIP OF GENERAL MANAGER AND ARTISTIC DIRECTOR GEORGE STEEL, NEW YORK CITY OPERA'S 2009-2010 SEASON BROUGHT MORE THAN 56,000 OPERA LOVERS TO THE NEWLY RENOVATED DAVID H KOCH THEATER FOR 34 PERFORMANCES OF HUGO WEISGALL'S ESTHER (REVIVAL), MOZART'S DON GIOVANNI (NEW PRODUCTION), PUCCINI'S MADAMA BUTTERFLY (REVIVAL), EMMANUEL CHABRIER'S L'ETOILE (REVIVAL), AND HANDEL'S PARTENOPE (REVIVAL)	

4b	(Code 711,130) (Expenses \$ 573,582 including grants of \$) (Revenue \$ 404,511)
VOX CONTEMPORARY AMERICAN LAB - NEW YORK CITY OPERA'S NEW MUSICAL FESTIVAL PLAYED AT NYU'S SKIRBALL CENTER FROM APRIL 30 TO MAY 1 FROM 99 WORKS THAT WERE SUBMITTED FOR CONSIDERATION, EXCERPTS FROM TEN DIVERSE OPERAS WERE SHOWCASED	

4c	(Code 711,130) (Expenses \$ 481,087 including grants of \$) (Revenue \$ 37,115)
NEW YORK CITY OPERA'S EDUCATION PROGRAM - NEW YORK CITY OPERA'S EDUCATION PROGRAMS REACHED 5,000 STUDENTS FROM MORE THAN 30 ELEMENTARY, MIDDLE, AND HIGH SCHOOLS IN ALL FIVE BOROUGHES OF NEW YORK CITY. FOR THE FIRST TIME EVER, STUDENTS IN OUR OPERA IS ELEMENTARY PROGRAM, ATTENDED A FULL STAGE PERFORMANCE AT THE DAVID H KOCH THEATER. THE OPERA AND LITERACY PROGRAM (GRADES 6-8) ENGAGED IN AN INDEPTH STUDY OF MOZART'S DON GIOVANNI AND PUCCINI'S MADAMA BUTTERFLY, AND THE HIGH SCHOOL PARTNERSHIP (GRADES 9-12) FOCUSED ON DON GIOVANNI, CULMINATING WITH A PERFORMANCE OF THEIR OWN ORIGINAL ARIAS IN THE "OPERA IS INSTRUMENTAL" AND "HIGH SCHOOL VOCAL SEMINAR PROGRAMS". 75 HIGH SCHOOL-AGE INSTRUMENTALISTS AND VOCALISTS RECEIVED INTENSIVE COACHING FROM NEW YORK CITY OPERA'S MUSICAL AND DRAMATIC STAFF. NEW YORK CITY OPERA ALSO FORGED A NEW COLLABORATION WITH THE INTERSCHOOL ORCHESTRAS OF NEW YORK	

4d	Other program services (Describe in Schedule O)
(Expenses \$)	including grants of \$) (Revenue \$)

4e	Total program service expenses \$ 24,004,274
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Form **990** (2009)

Form 990 (2009)

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Part IX Statement of Functional Expenses

Section 501(c)(3) and 501(c)(4) organizations must complete all columns.

All other organizations must complete column (A) but are not required to complete columns (B), (C), and (D).

Do not include amounts reported on lines 6b, 7b, 8b, 9b, and 10b of Part VIII.		(A) Total expenses	(B) Program service expenses	(C) Management and general expenses	(D) Fundraising expenses
1	Grants and other assistance to governments and organizations in the U S See Part IV, line 21	0			
2	Grants and other assistance to individuals in the U S See Part IV, line 22	0			
3	Grants and other assistance to governments, organizations, and individuals outside the U S See Part IV, lines 15 and 16	0			
4	Benefits paid to or for members	0			
5	Compensation of current officers, directors, trustees, and key employees	2,054,821	1,437,347	294,974	322,500
6	Compensation not included above, to disqualified persons (as defined under section 4958(f)(1)) and persons described in section 4958(c)(3)(B)	0			
7	Other salaries and wages	12,408,727	10,398,457	1,131,203	879,067
8	Pension plan contributions (include section 401(k) and section 403(b) employer contributions)	1,769,766	1,095,642	436,947	237,177
9	Other employee benefits	1,974,705	1,691,707	142,050	140,948
10	Payroll taxes	1,864,400	1,538,654	205,590	120,156
11	Fees for services (non-employees)				
a	Management	0			
b	Legal	165,589		165,589	
c	Accounting	0			
d	Lobbying	0			
e	Professional fundraising See Part IV, line 17	77,605			77,605
f	Investment management fees	0			
g	Other	453,467	382,386	45,174	25,907
12	Advertising and promotion	1,386,910	1,275,073		111,837
13	Office expenses	631,344	365,236	151,308	114,800
14	Information technology	84,263	84,263		
15	Royalties	50,893	50,893		
16	Occupancy	897,909	516,641	380,618	650
17	Travel	405,435	393,912	470	11,053
18	Payments of travel or entertainment expenses for any federal, state, or local public officials	0			
19	Conferences, conventions, and meetings	25,935	24,972		963
20	Interest	3,062	226	2,836	
21	Payments to affiliates	0			
22	Depreciation, depletion, and amortization	303,759	225,439	78,320	
23	Insurance	96,153	32,735	63,418	
24	Other expenses Itemize expenses not covered above (Expenses grouped together and labeled miscellaneous may not exceed 5% of total expenses shown on line 25 below)				
a	ALLOCATION FROM CCMD	5,015,462	3,641,593	1,373,869	
b	MISCELLANEOUS	553,066	336,036	209,034	7,996
c	PATRON CULTIVATION	43,072			43,072
d	PRODUCTION MATERIAL	533,588	513,062	16,896	3,630
e					
f	All other expenses				
25	Total functional expenses. Add lines 1 through 24f	30,799,931	24,004,274	4,698,296	2,097,361
26	Joint costs. Check here <input type="checkbox"/> if following SOP 98-2 Complete this line only if the organization reported in column (B) joint costs from a combined educational campaign and fundraising solicitation				

Form **990** (2009)

Form 990 Department of the Treasury Internal Revenue Service	Return of Organization Exempt From Income Tax Under section 501(c), 527, or 4947(a)(1) of the Internal Revenue Code (except black lung benefit trust or private foundation) The organization may have to use a copy of this return to satisfy state reporting requirements	OMB No 1545-0047 <div style="font-size: 2em; font-weight: bold; text-align: center;">2010</div> Open to Public Inspection
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A For the 2010 calendar year, or tax year beginning 07-01-2010 and ending 06-30-2011			
B Check if applicable: <input checked="" type="checkbox"/> Address change <input type="checkbox"/> Name change <input type="checkbox"/> Initial return <input type="checkbox"/> Terminated <input type="checkbox"/> Amended return <input type="checkbox"/> Application pending	C Name of organization New York City Opera Inc Doing Business As _____ Number and street (or P O box if mail is not delivered to street address) Room/suite 75 Broad Street _____ City or town, state or country, and ZIP + 4 NEW YORK, NY 10004	D Employer identification number 13-2974347 E Telephone number (646) 758-9441 G Gross receipts \$ 31,104,678	F Name and address of principal officer GEORGE STEEL 75 BROAD STREET NEW YORK, NY 10004 H(a) Is this a group return for affiliates? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No H(b) Are all affiliates included? <input type="checkbox"/> Yes <input type="checkbox"/> No If "No," attach a list (see instructions) H(c) Group exemption number ▶
I Tax-exempt status <input checked="" type="checkbox"/> 501(c)(3) <input type="checkbox"/> 501(c) () ◀ (insert no) <input type="checkbox"/> 4947(a)(1) or <input type="checkbox"/> 527 J Website: ▶ WWW.NYCOPERA.COM			
K Form of organization <input checked="" type="checkbox"/> Corporation <input type="checkbox"/> Trust <input type="checkbox"/> Association <input type="checkbox"/> Other ▶		L Year of formation 1978	M State of legal domicile NY

Part I Summary			
Activities & Governance	1	Briefly describe the organization's mission or most significant activities TO INSPIRE AUDIENCES WITH INNOVATIVE AND THEATRICALY COMPELLING OPERA	
	2	Check this box <input type="checkbox"/> if the organization discontinued its operations or disposed of more than 25% of its net assets	
	3	Number of voting members of the governing body (Part VI, line 1a)	3 33
	4	Number of independent voting members of the governing body (Part VI, line 1b)	4 33
	5	Total number of individuals employed in calendar year 2010 (Part V, line 2a)	5 541
	6	Total number of volunteers (estimate if necessary)	6 239
	7a	Total unrelated business revenue from Part VIII, column (C), line 12	7a 0
	7b	Net unrelated business taxable income from Form 990-T, line 34	7b
Revenue	8	Contributions and grants (Part VIII, line 1h)	Prior Year: 13,928,740 Current Year: 17,039,960
	9	Program service revenue (Part VIII, line 2g)	8,514,077 7,518,950
	10	Investment income (Part VIII, column (A), lines 3, 4, and 7d)	263,075 169,341
	11	Other revenue (Part VIII, column (A), lines 5, 6d, 8c, 9c, 10c, and 11e)	469,910 353,937
	12	Total revenue—add lines 8 through 11 (must equal Part VIII, column (A), line 12)	23,175,802 25,082,188
	Expenses	13	Grants and similar amounts paid (Part IX, column (A), lines 1–3)	0 0
14		Benefits paid to or for members (Part IX, column (A), line 4)	0 0
15		Salaries, other compensation, employee benefits (Part IX, column (A), lines 5–10)	20,072,419 19,646,581
16a		Professional fundraising fees (Part IX, column (A), line 11e)	77,605 46,291
b		Total fundraising expenses (Part IX, column (D), line 25) ▶ 1,684,523	
17		Other expenses (Part IX, column (A), lines 11a–11d, 11f–24f)	10,649,907 10,645,946
18		Total expenses Add lines 13–17 (must equal Part IX, column (A), line 25)	30,799,931 30,338,818
	19	Revenue less expenses Subtract line 18 from line 12	-7,624,129 -5,256,630
Net Assets or Fund Balances			Beginning of Current Year End of Year
	20	Total assets (Part X, line 16)	17,633,068 11,673,581
	21	Total liabilities (Part X, line 26)	7,978,961 5,772,061
	22	Net assets or fund balances Subtract line 21 from line 20	9,654,107 5,901,520

Part II Signature Block	
Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete. Declaration of preparer (other than officer) is based on all information of which preparer has any knowledge.	

Sign Here	***** Signature of officer _____ ANDREA SCALA NELLIS MANAGING DIRECTOR Type or print name and title	2012-05-04 Date															
	<table border="1" style="width: 100%; border-collapse: collapse;"> <tr> <td style="width: 25%;">Print/Type preparer's name</td> <td style="width: 25%;">Preparer's signature</td> <td style="width: 25%;">Date</td> <td style="width: 25%;">Check if self-employed <input type="checkbox"/></td> </tr> <tr> <td>Firm's name ▶ EISNERAMPER LLP</td> <td></td> <td></td> <td>PTIN</td> </tr> <tr> <td>Firm's address ▶ 750 THIRD AVENUE</td> <td></td> <td></td> <td>Firm's EIN ▶</td> </tr> <tr> <td>NEW YORK, NY 100172703</td> <td></td> <td></td> <td>Phone no ▶</td> </tr> </table>		Print/Type preparer's name	Preparer's signature	Date	Check if self-employed <input type="checkbox"/>	Firm's name ▶ EISNERAMPER LLP			PTIN	Firm's address ▶ 750 THIRD AVENUE			Firm's EIN ▶	NEW YORK, NY 100172703		
Print/Type preparer's name	Preparer's signature	Date	Check if self-employed <input type="checkbox"/>														
Firm's name ▶ EISNERAMPER LLP			PTIN														
Firm's address ▶ 750 THIRD AVENUE			Firm's EIN ▶														
NEW YORK, NY 100172703			Phone no ▶														

May the IRS discuss this return with the preparer shown above? (see instructions) ☐ Yes ☐ No

Form 990 (2010)

Page 2

Part III Statement of Program Service Accomplishments

Check if Schedule O contains a response to any question in this Part III ☒

1 Briefly describe the organization's mission

CITY OPERA'S MISSION IS TO INSPIRE AUDIENCES WITH INNOVATIVE AND THEATRICALY COMPELLING OPERA, TO NURTURE THE WORK OF PROMISING AMERICAN ARTISTS, AND TO BUILD NEW AUDIENCES THROUGH AFFORDABLE TICKET PRICES AND EXTENSIVE OUTREACH AND EDUCATION PROGRAMS

2 Did the organization undertake any significant program services during the year which were not listed on the prior Form 990 or 990-EZ? ☒ Yes ☐ No

If "Yes," describe these new services on Schedule O

3 Did the organization cease conducting, or make significant changes in how it conducts, any program services? ☐ Yes ☒ No

If "Yes," describe these changes on Schedule O

4 Describe the exempt purpose achievements for each of the organization's three largest program services by expenses. Section 501(c)(3) and 501(c)(4) organizations and section 4947(a)(1) trusts are required to report the amount of grants and allocations to others, the total expenses, and revenue, if any, for each program service reported

4a (Code 711,130) (Expenses \$ 23,237,696 including grants of \$) (Revenue \$ 7,404,713)
Mainstage Productions - New York City Opera's 2010-2011 season brought nearly 38,500 opera lovers of all ages to the newly renovated David H. Koch Theater for 36 performances of five productions. The Fall Season ran from October 27-November 20, 2011 and featured the New York premiere of Leonard Bernstein's A Quiet Place in a new production by Christopher Alden, and a revival of Richard Strauss' comic opus Intermezzo. The Spring Season ran from March 22 to May 21, 2011 and featured a revival of Sir Jonathan Miller's production of Gaetano Donizetti's beloved The Elixir of Love, a new production of three one-act operas for soprano entitled Monodramas, that featured the world stage premiere of John Zorn's La Machine de l'Ire, Arnold Schoenberg's Erwartung, and the long-overdue American stage premiere of Morton Feldman's Neither, and the New York premiere of Stephen Schwartz's Sance on a Wet Afternoon.

4b (Code 711,130) (Expenses \$ 431,733 including grants of \$) (Revenue \$ 13,284)
VOX Contemporary American Lab - In addition to our main stage and concert offerings, NYC Opera continued the groundbreaking VOX Contemporary American Opera Lab, playing to capacity crowds of more than 1,000 over two days at NYU's Skirball Center and the trendy West Village Le Poisson Rouge. Dubbed by The New York Times as an "invaluable contribution to the city's cultural life and the future of American opera" and the only program of its kind in the nation, VOX addresses a critical need by giving composers and librettists an invaluable opportunity to receive coaching from New York City Opera artistic staff and to hear their works-in-progress performed by full orchestra and outstanding professional singers. More than 40 VOX operas have gone on to full productions at the opera houses across the country, including the Houston Grand Opera, Los Angeles Opera, Washington National Opera, and Santa Fe Opera. Notably, two of the 2010-2011 season's main stage offerings were presented at VOX: John Zorn's La Machine de l'Ire in 2007 and Stephen Schwartz's Sance on a Wet Afternoon in 2009, illustrating NYC Opera's success with this cornerstone program. From more than 100 submissions-a record for the festival-10 operas received readings in excerpt on May 14 and 15, 2011. VOX 2011 featured opera excerpts by up-and-coming composers Dag Gabrielsen, Andrew Gerle, Allan Jaffe, Hannah Lash, David T. Little, Jeff Myers, Paola Prestini, Huang Ruo, Arlene Sierra, and Yoav Gal. With works that encompassed traditional operatic archetypes, reinterpreted fairy tales, comedic and psychological portraits, and the inclusion of non-traditional folk, electronic, and urban mediums, VOX continued to push the boundaries of contemporary opera.

4c (Code 711,130) (Expenses \$ 333,392 including grants of \$) (Revenue \$ 100,595)
New York City Opera's Education programs - New York City Opera's education programs reached 5,000 students from 36 elementary, middle, and high schools across the Bronx, Brooklyn, Manhattan, Queens, Long Island, New Jersey, and Westchester. Through the "Opera Is Elementary" program, students in grades 2-5 are introduced to the world of opera through engaging, "age-appropriate works," supported by intensive teacher training and multiple in-school workshops by City Opera Teaching Artists, culminating in a live performance of the opera with orchestra. In the 2010-2011 school year, the students studied Oliver Knussen's Where the Wild Things Are. Each participating school submitted a collage illustrating the Sendak classic, which was animated and projected as the opera's scenery, drawing the students directly into the creative process. New York City Opera's eleven-year partnership with West Side Collaborative Middle School integrates arts-based learning into the curriculum of the entire school with an interdisciplinary approach. Each year, 6th graders participate in an intensive study of music and performance-building skills. The next year, as 7th graders, they produce original musical and dramatic scenes, and by the 8th grade, they work with City Opera performers, directors, and stage designers to create a 30-minute original opera, which they then perform for their school and community. In the 2010-2011 season, 6th and 7th grade students completed a study of the life and many works of quintessential American composer, Leonard Bernstein. As part of their study, they attended a concert-Lucky to Be Me: The Vocal Music of Leonard Bernstein. All students in the 6th, 7th, and 8th grades studied and attended Gaetano Donizetti's The Elixir of Love. New York City Opera's High School Partnerships are semester-long, multi-visit collaborations that enable classroom teachers to introduce political, economic, and social history into their curricula through intensive study of select operas. These partnerships are tailored to meet the needs of each high school, focused on the interest of each school. In 2010-2011, NYC Opera completed residencies at the Repertory High School for the Performing Arts, the High School of Economics and Finance, and the Martin Luther King, Jr. High School of the Arts and Technology. In the "Opera is Instrumental" and High School Vocal Seminar programs, 75 high school-age instrumentalists and vocalists received intensive coaching from New York City Opera's musical and dramatic staff. In the 2010-2011 season, students studied selections from Bernstein's A Quiet Place in the fall and Donizetti's The Elixir of Love in the spring.

4d Other program services (Describe in Schedule O)

(Expenses \$ including grants of \$) (Revenue \$)

4e Total program service expenses \$ 24,002,821

Form 990 (2010)

Form 990 (2010)

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Part IX Statement of Functional Expenses

Section 501(c)(3) and 501(c)(4) organizations must complete all columns.

All other organizations must complete column (A) but are not required to complete columns (B), (C), and (D).

Do not include amounts reported on lines 6b, 7b, 8b, 9b, and 10b of Part VIII.		(A) Total expenses	(B) Program service expenses	(C) Management and general expenses	(D) Fundraising expenses
1	Grants and other assistance to governments and organizations in the U S See Part IV, line 21	0			
2	Grants and other assistance to individuals in the U S See Part IV, line 22	0			
3	Grants and other assistance to governments, organizations, and individuals outside the U S See Part IV, lines 15 and 16	0			
4	Benefits paid to or for members	0			
5	Compensation of current officers, directors, trustees, and key employees	1,259,738	841,567	213,217	204,954
6	Compensation not included above, to disqualified persons (as defined under section 4958(f)(1)) and persons described in section 4958(c)(3)(B)	0			
7	Other salaries and wages	13,281,250	11,182,839	1,195,530	902,881
8	Pension plan contributions (include section 401(k) and section 403(b) employer contributions)	1,531,822	1,293,210	191,145	47,467
9	Other employee benefits	2,321,354	2,023,419	169,780	128,155
10	Payroll taxes	1,252,417	1,036,661	126,794	88,962
a	Fees for services (non-employees)				
	Management	0			
b	Legal	132,719		126,203	6,516
c	Accounting	103,322		103,322	
d	Lobbying	0			
e	Professional fundraising services See Part IV, line 17	46,291			46,291
f	Investment management fees	0			
g	Other	110,875	34,710	35,130	41,035
12	Advertising and promotion	1,737,432	1,719,861	17,256	315
13	Office expenses	767,832	569,149	144,385	54,298
14	Information technology	66,616	62,416		4,200
15	Royalties	174,305	174,305		
16	Occupancy	999,867	565,483	391,122	43,262
17	Travel	349,453	337,897	1,795	9,761
18	Payments of travel or entertainment expenses for any federal, state, or local public officials	0			
19	Conferences, conventions, and meetings	954	59		895
20	Interest	1,759		1,759	
21	Payments to affiliates	0			
22	Depreciation, depletion, and amortization	222,915	28,916	193,999	
23	Insurance	98,064	30,844	67,220	
24	Other expenses Itemize expenses not covered above (List miscellaneous expenses in line 24f If line 24f amount exceeds 10% of line 25, column (A) amount, list line 24f expenses on Schedule O)				
a	ALLOCATION OF CCMD'S EXPENSES	4,409,783	2,796,673	1,613,110	
b	MISCELLANEOUS	474,454	324,435	59,707	90,312
c	PATRON CULTIVATION	15,219			15,219
d	PRODUCTION MATERIALS	980,377	980,377		
e					
f	All other expenses				
25	Total functional expenses. Add lines 1 through 24f	30,338,818	24,002,821	4,651,474	1,684,523
26	Joint costs. Check here <input type="checkbox"/> if following SOP 98-2 (ASC 958-720) Complete this line only if the organization reported in column (B) joint costs from a combined educational campaign and fundraising solicitation				

Form **990** (2010)

Form 990
Return of Organization Exempt From Income Tax
 Under section 501(c), 527, or 4947(a)(1) of the Internal Revenue Code (except black lung benefit trust or private foundation)
 Department of the Treasury Internal Revenue Service
 The organization may have to use a copy of this return to satisfy state reporting requirements
2011
 Open to Public Inspection

A For the 2011 calendar year, or tax year beginning 07-01-2011 and ending 06-30-2012

B Check if applicable:
☐ Address change
☐ Name change
☐ Initial return
☐ Terminated
☐ Amended return
☐ Application pending

C Name of organization
 NEW YORK CITY OPERA INC
 Doing Business As
 Number and street (or P.O. box if mail is not delivered to street address) Room/suite
 75 BROAD STREET 10TH FLOOR
 City or town, state or country, and ZIP + 4
 NEW YORK, NY 10004

D Employer identification number
 13-2974347
E Telephone number
 (646) 758-9440
G Gross receipts \$ 17,263,735

F Name and address of principal officer
 GEORGE STEEL
 75 BROAD STREET 10TH FLOOR
 NEW YORK, NY 10004

H(a) Is this a group return for affiliates? ☐ Yes ☒ No
H(b) Are all affiliates included? ☐ Yes ☐ No
 If "No," attach a list (see instructions)
H(c) Group exemption number ▶

I Tax-exempt status ☒ 501(c)(3) ☐ 501(c) () (insert no) ☐ 4947(a)(1) or ☐ 527

J Website: ▶ WWW.NYCPERA.COM

K Form of organization ☒ Corporation ☐ Trust ☐ Association ☐ Other ▶ **L** Year of formation 1978 **M** State of legal domicile NY

Part I Summary

1 Briefly describe the organization's mission or most significant activities
 TO INSPIRE AUDIENCES WITH INNOVATIVE AND THEATRICALY COMPELLING OPERA

2 Check this box ☐ if the organization discontinued its operations or disposed of more than 25% of its net assets

3 Number of voting members of the governing body (Part VI, line 1a) **3** 27
4 Number of independent voting members of the governing body (Part VI, line 1b) **4** 26
5 Total number of individuals employed in calendar year 2011 (Part V, line 2a) **5** 533
6 Total number of volunteers (estimate if necessary) **6** 12
7a Total unrelated business revenue from Part VIII, column (C), line 12 **7a** 0
7b Net unrelated business taxable income from Form 990-T, line 34 **7b** 0

	Prior Year	Current Year
8 Contributions and grants (Part VIII, line 1h)	17,039,960	10,795,484
9 Program service revenue (Part VIII, line 2g)	7,518,950	2,777,854
10 Investment income (Part VIII, column (A), lines 3, 4, and 7d)	169,341	316,881
11 Other revenue (Part VIII, column (A), lines 5, 6d, 8c, 9c, 10c, and 11e)	353,937	240,823
12 Total revenue—add lines 8 through 11 (must equal Part VIII, column (A), line 12)	25,082,188	14,131,042
13 Grants and similar amounts paid (Part IX, column (A), lines 1–3)	0	0
14 Benefits paid to or for members (Part IX, column (A), line 4)	0	0
15 Salaries, other compensation, employee benefits (Part IX, column (A), lines 5–10)	19,646,581	8,277,201
16a Professional fundraising fees (Part IX, column (A), line 11e)	46,291	0
b Total fundraising expenses (Part IX, column (D), line 25) ▶ 1,547,903		
17 Other expenses (Part IX, column (A), lines 11a–11d, 11f–24e)	10,645,946	6,605,941
18 Total expenses Add lines 13–17 (must equal Part IX, column (A), line 25)	30,338,818	14,883,142
19 Revenue less expenses Subtract line 18 from line 12	-5,256,630	-752,100

	Beginning of Current Year	End of Year
20 Total assets (Part X, line 16)	11,673,581	9,457,777
21 Total liabilities (Part X, line 26)	5,772,062	6,574,723
22 Net assets or fund balances Subtract line 21 from line 20	5,901,519	2,883,054

Part II Signature Block
 Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete. Declaration of preparer (other than officer) is based on all information of which preparer has any knowledge.

Sign Here
 Signature of officer: GEORGE STEEL GENERAL MANAGER
 Date: 2013-05-06

Paid Preparer's Use Only
 Preparer's signature: FREDERICK MARTENS
 Date: 2013-04-18
 Check if self-employed ☐
 Preparer's taxpayer identification number: P00298107
 Firm's name (or yours if self-employed), address, and ZIP + 4: LUTZ AND CARR CPAS LLP, 300 EAST 42ND STREET, NEW YORK, NY 10017
 EIN ▶ 13-1655065
 Phone no ▶ (212) 697-2299

May the IRS discuss this return with the preparer shown above? (see instructions) ☒ Yes ☐ No

Form 990 (2011)

Page 2

Part III Statement of Program Service Accomplishments

Check if Schedule O contains a response to any question in this Part III ☒ ☒

1 Briefly describe the organization's mission

CITY OPERA'S MISSION IS TO INSPIRE AUDIENCES WITH INNOVATIVE AND THEATRICALY COMPELLING OPERA, TO NURTURE THE WORK OF PROMISING AMERICAN ARTISTS, AND TO BUILD NEW AUDIENCES THROUGH AFFORDABLE TICKET PRICES AND EXTENSIVE OUTREACH AND EDUCATION PROGRAMS

2 Did the organization undertake any significant program services during the year which were not listed on the prior Form 990 or 990-EZ? ☐ Yes ☒ No

If "Yes," describe these new services on Schedule O

3 Did the organization cease conducting, or make significant changes in how it conducts, any program services? ☒ Yes ☐ No

If "Yes," describe these changes on Schedule O

4 Describe the organization's program service accomplishments for each of its three largest program services, as measured by expenses. Section 501(c)(3) and 501(c)(4) organizations and section 4947(a)(1) trusts are required to report the amount of grants and allocations to others, the total expenses, and revenue, if any, for each program service reported

4a	(Code)	(Expenses \$ 11,095,653	including grants of \$	(Revenue \$ 2,734,465)
<p>MAINSTAGE PRODUCTIONS NEW YORK CITY OPERA'S 2011-2012 SEASON FEATURED 16 PERFORMANCES OF 4 FULLY STAGED OPERAS, 1 CONCERT, TWO SPECIAL EVENTS, AND THE CONTINUATION OF OUR ACCLAIMED EDUCATION PROGRAMS, FOR AN AUDIENCE OF 22,500. MORE THAN 20 ARTISTS MADE THEIR COMPANY DEBUTS DURING THE SEASON, WHICH BEGAN IN NOVEMBER 2011 WITH A RUFUS WAINWRIGHT CONCERT AT JAZZ AT LINCOLN CENTER, PERFORMING FAVORITES, ALONGSIDE NYC OPERA SINGERS. FEBRUARY 2012 FEATURED THE COMPANY'S FIRST SEASON AT BAM, OPENING WITH 4 PERFORMANCES OF VERDI'S LA TRAVIATA, AND 4 PERFORMANCES OF THE U.S. PREMIERE OF WAINWRIGHT'S FIRST OPERA, PRIMA DONNA. IN MARCH 2012, THE COMPANY PRESENTED 4 PERFORMANCES OF CHRISTOPHER ALDEN'S NEW PRODUCTION OF MOZART'S COSI FAN TUTTE. THE SEASON CONCLUDED WITH 4 PERFORMANCES OF TELEMANN'S ORPHEUS AT EL MUSEO DEL BARRIO, CONTINUING OUR FAMED BAROQUE EXPLORATION. EDUCATION PRESENTED 6 PERFORMANCES OF SCOTT JOPLIN'S TREEMONISHA FOR NYC PUBLIC SCHOOL CHILDREN K-6 AND RAN A VARIETY OF MIDDLE AND HIGH SCHOOL PROGRAMS.</p>				

4b	(Code)	(Expenses \$ 252,457	including grants of \$	(Revenue \$ 43,389)
<p>EDUCATION PROGRAMS IN 2011-2012 NYC OPERA EDUCATION SERVED NEARLY 4,000 STUDENTS IN NEARLY 20 SCHOOLS ACROSS THE FIVE BOROUGHES AS WELL AS WESTCHESTER, NEW JERSEY, AND LONG ISLAND. THROUGH THE "OPERA IN ELEMENTARY" PROGRAM, STUDENTS IN GRADES 2-5 ARE INTRODUCED TO THE WORLD OF OPERA THROUGH ENGAGING IN "AGE-APPROPRIATE WORKS," SUPPORTED BY INTENSIVE TEACHER TRAINING AND MULTIPLE IN-SCHOOL WORKSHOPS BY CITY OPERA TEACHING ARTISTS, CULMINATING IN A LIVE PERFORMANCE OF THE OPERA WITH ORCHESTRA. AFTER EXTENSIVE PROFESSIONAL DEVELOPMENT WITH SCHOOL TEACHERS, NYC OPERA INTRODUCED STUDENTS TO THE BASICS OF MUSIC AND DRAMA, AND THEN ENCOURAGED STUDENTS TO CREATE THEIR OWN INTERPRETATIONS OF THE STORY THROUGH ORIGINAL POEMS, SONGS, OR ART PROJECTS. IN THE 2011-2012 SCHOOL YEAR, THE STUDENTS STUDIED A 50-MINUTE ABRIDGED VERSION OF SCOTT JOPLIN'S TREEMONISHA, A SEMINAL WORK OF EARLY AMERICAN OPERA. NYC OPERA'S TWELVE-YEAR PARTNERSHIP WITH WEST SIDE COLLABORATIVE MIDDLE SCHOOL INTEGRATES ARTS-BASED LEARNING INTO THE CURRICULUM OF THE ENTIRE SCHOOL WITH AN INTERDISCIPLINARY APPROACH. EACH YEAR 6TH GRADERS PARTICIPATE IN AN INTENSIVE STUDY OF MUSIC AND PERFORMANCE-BUILDING. THE NEXT YEAR AS 7TH GRADERS, THEY PRODUCE ORIGINAL MUSICAL AND DRAMATIC SCENES, AND BY THE 8TH GRADE, THEY WORK WITH CITY OPERA PERFORMERS, DIRECTORS AND STAGE DESIGNERS TO CREATE A 20-MINUTE ORIGINAL OPERA, WHICH THEY THEN PERFORM FOR THEIR SCHOOL AND COMMUNITY. THE FOCUS OF THE 2011-2012 PROGRAM WAS VERDI'S LA TRAVIATA AND TELEMANN'S ORPHEUS. NEW YORK CITY OPERA'S HIGH SCHOOL PARTNERSHIPS ARE SEMESTER-LONG, MULTI-VISIT COLLABORATIONS THAT ENABLE CLASSROOM TEACHERS TO INTRODUCE POLITICAL, ECONOMIC, AND SOCIAL HISTORY INTO THEIR CURRICULA THROUGH INTENSIVE STUDY OF SELECT OPERAS. THESE PARTNERSHIPS ARE TAILORED TO MEET THE NEEDS OF EACH HIGH SCHOOL, FOCUSED ON THE INTEREST OF EACH SCHOOL. IN THE 2011-2012 SCHOOL YEAR, NYC OPERA COMPLETED RESIDENCIES AT THE HIGH SCHOOL OF ECONOMICS & FINANCE AND THE REPERTORY COMPANY HIGH SCHOOL FOR THEATRE ARTS. IN THE HIGH SCHOOL VOCAL SEMINAR PROGRAMS, 22 HIGH SCHOOL AGED VOCALISTS RECEIVED INTENSIVE COACHING FROM THE NEW YORK CITY OPERA'S MUSICAL AND DRAMATIC STAFF.</p>				

4c	(Code)	(Expenses \$	including grants of \$	(Revenue \$)

4d	Other program services (Describe in Schedule O)	(Expenses \$	including grants of \$	(Revenue \$)
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4e	Total program service expenses	\$ 11,348,110
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Form 990 (2011)

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Part IX Statement of Functional Expenses

Section 501(c)(3) and 501(c)(4) organizations must complete all columns

All other organizations must complete column (A) but are not required to complete columns (B), (C), and (D)

Check if Schedule O contains a response to any question in this Part IX ☐

Do not include amounts reported on lines 6b, 7b, 8b, 9b, and 10b of Part VIII.		(A) Total expenses	(B) Program service expenses	(C) Management and general expenses	(D) Fundraising expenses
1	Grants and other assistance to governments and organizations in the United States See Part IV, line 21				
2	Grants and other assistance to individuals in the United States See Part IV, line 22				
3	Grants and other assistance to governments, organizations, and individuals outside the United States See Part IV, lines 15 and 16				
4	Benefits paid to or for members				
5	Compensation of current officers, directors, trustees, and key employees	827,176	316,949	363,471	146,756
6	Compensation not included above, to disqualified persons (as defined under section 4958(f)(1)) and persons described in section 4958(c)(3)(B)				
7	Other salaries and wages	5,507,181	4,133,813	691,147	682,221
8	Pension plan contributions (include section 401(k) and section 403(b) employer contributions)	283,408	202,586	43,111	37,711
9	Other employee benefits	1,215,055	879,606	179,303	156,146
10	Payroll taxes	444,381	313,902	72,450	58,029
11	Fees for services (non-employees)				
a	Management				
b	Legal	260,271		260,271	
c	Accounting	43,316		43,316	
d	Lobbying				
e	Professional fundraising See Part IV, line 17				
f	Investment management fees				
g	Other	879,190	808,888	19,763	50,539
12	Advertising and promotion	657,951	638,745	8,156	11,050
13	Office expenses	342,375	201,466	45,581	95,328
14	Information technology				
15	Royalties				
16	Occupancy	1,605,928	1,372,591	125,562	107,775
17	Travel	321,749	303,793	1,956	16,000
18	Payments of travel or entertainment expenses for any federal, state, or local public officials				
19	Conferences, conventions, and meetings				
20	Interest	3,690		3,690	
21	Payments to affiliates				
22	Depreciation, depletion, and amortization	150,518	115,548	20,233	14,737
23	Insurance	110,941	90,554	11,795	8,592
24	Other expenses Itemize expenses not covered above (List miscellaneous expenses in line 24f If line 24f amount exceeds 10% of line 25, column (A) amount, list line 24f expenses on Schedule O)				
a	PRODUCTION MATERIALS	1,885,996	1,885,666	0	330
b	MISCELLANEOUS	221,963	74,468	97,324	50,171
c	SPECIAL SERIES & EVENTS	122,053	9,535	0	112,518
d					
e					
f	All other expenses				
25	Total functional expenses. Add lines 1 through 24f	14,883,142	11,348,110	1,987,129	1,547,903
26	Joint costs. Check here <input type="checkbox"/> if following SOP 98-2 (ASC 958-720) Complete this line only if the organization reported in column (B) joint costs from a combined educational campaign and fundraising solicitation				

Form **990** (2011)

Form 990 Department of the Treasury Internal Revenue Service	Return of Organization Exempt From Income Tax Under section 501(c), 527, or 4947(a)(1) of the Internal Revenue Code (except black lung benefit trust or private foundation)	OMB No 1545-0047 2012 Open to Public Inspection
The organization may have to use a copy of this return to satisfy state reporting requirements		

A For the 2012 calendar year, or tax year beginning 07-01-2012, 2012, and ending 06-30-2013			
B Check if applicable: <input checked="" type="checkbox"/> Address change <input type="checkbox"/> Name change <input type="checkbox"/> Initial return <input type="checkbox"/> Terminated <input type="checkbox"/> Amended return <input type="checkbox"/> Application pending	C Name of organization NEW YORK CITY OPERA INC Doing Business As _____ Number and street (or P O box if mail is not delivered to street address) Room/suite PO BOX 3034 City or town, state or country, and ZIP + 4 NEW YORK, NY 101633034	D Employer identification number 13-2974347 E Telephone number (646) 758-9440 G Gross receipts \$ 17,054,891	H(a) Is this a group return for affiliates? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No H(b) Are all affiliates included? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If "No," attach a list (see instructions) H(c) Group exemption number ▶
I Tax-exempt status <input checked="" type="checkbox"/> 501(c)(3) <input type="checkbox"/> 501(c) () ◀ (insert no) <input type="checkbox"/> 4947(a)(1) or <input type="checkbox"/> 527		J Website: WWW NYC OPERA COM	
K Form of organization <input checked="" type="checkbox"/> Corporation <input type="checkbox"/> Trust <input type="checkbox"/> Association <input type="checkbox"/> Other ▶		L Year of formation 1978	M State of legal domicile NY

Part I Summary				
Activities & Governance	1	Briefly describe the organization's mission or most significant activities TO INSPIRE AUDIENCES WITH INNOVATIVE AND THEATRICALY COMPELLING OPERA		
	2	Check this box <input type="checkbox"/> if the organization discontinued its operations or disposed of more than 25% of its net assets		
	3	Number of voting members of the governing body (Part VI, line 1a)	23	
	4	Number of independent voting members of the governing body (Part VI, line 1b)	22	
	5	Total number of individuals employed in calendar year 2012 (Part V, line 2a)	477	
	6	Total number of volunteers (estimate if necessary)	12	
	7a	Total unrelated business revenue from Part VIII, column (C), line 12	0	
	7b	Net unrelated business taxable income from Form 990-T, line 34	0	
	Revenue	8	Contributions and grants (Part VIII, line 1h)	10,795,484
		9	Program service revenue (Part VIII, line 2g)	2,777,854
10		Investment income (Part VIII, column (A), lines 3, 4, and 7d)	316,881	
11		Other revenue (Part VIII, column (A), lines 5, 6d, 8c, 9c, 10c, and 11e)	240,823	
12		Total revenue—add lines 8 through 11 (must equal Part VIII, column (A), line 12)	14,131,042	
Expenses		13	Grants and similar amounts paid (Part IX, column (A), lines 1-3)	0
	14	Benefits paid to or for members (Part IX, column (A), line 4)	0	
	15	Salaries, other compensation, employee benefits (Part IX, column (A), lines 5-10)	8,277,201	
	16a	Professional fundraising fees (Part IX, column (A), line 11e)	0	
	b	Total fundraising expenses (Part IX, column (D), line 25) ▶ 1,301,896		
	17	Other expenses (Part IX, column (A), lines 11a-11d, 11f-24e)	6,605,941	
	18	Total expenses Add lines 13-17 (must equal Part IX, column (A), line 25)	14,883,142	
	19	Revenue less expenses Subtract line 18 from line 12	-752,100	
Net Assets or Fund Balances			-1,080,082	
	20	Total assets (Part X, line 16)	9,457,777	
	21	Total liabilities (Part X, line 26)	6,574,723	
	22	Net assets or fund balances Subtract line 21 from line 20	2,883,054	

Part II Signature Block					
Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete Declaration of preparer (other than officer) is based on all information of which preparer has any knowledge					
Sign Here	*****	Signature of officer	2014-05-12		
		ANDREA NELLIS GENERAL MANAGER	Date		
Paid Preparer Use Only	Print/Type preparer's name	Preparer's signature	Date	Check <input type="checkbox"/> if self-employed	PTIN
	FREDERICK MARTENS			<input type="checkbox"/>	P00298107
	Firm's name ▶ LUTZ AND CARR CPAS LLP			Firm's EIN ▶ 13-1655065	
	Firm's address ▶ 300 EAST 42ND STREET NEW YORK, NY 10017			Phone no (212) 697 2299	
May the IRS discuss this return with the preparer shown above? (see instructions) <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No					

Form 990 (2012)

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Part III Statement of Program Service Accomplishments

Check if Schedule O contains a response to any question in this Part III ☒ ☐

1 Briefly describe the organization's mission

CITY OPERA'S MISSION IS TO INSPIRE AUDIENCES WITH INNOVATIVE AND THEATRICALY COMPELLING OPERA, TO NURTURE THE WORK OF PROMISING AMERICAN ARTISTS, AND TO BUILD NEW AUDIENCES THROUGH AFFORDABLE TICKET PRICES AND EXTENSIVE OUTREACH AND EDUCATION PROGRAMS

2 Did the organization undertake any significant program services during the year which were not listed on the prior Form 990 or 990-EZ? ☐ Yes ☒ No

If "Yes," describe these new services on Schedule O

3 Did the organization cease conducting, or make significant changes in how it conducts, any program services? ☐ Yes ☒ No

If "Yes," describe these changes on Schedule O

4 Describe the organization's program service accomplishments for each of its three largest program services, as measured by expenses. Section 501(c)(3) and 501(c)(4) organizations are required to report the amount of grants and allocations to others, the total expenses, and revenue, if any, for each program service reported

4a	(Code)	(Expenses \$ 11,870,512	including grants of \$	(Revenue \$ 2,140,499)
MAINSTAGE PRODUCTIONSTHE 2012-2013 SEASON WAS A REMARKABLE ONE FOR NEW YORK CITY OPERA HAVING RECEIVED RAVE REVIEWS FROM THE PRESS AND PUBLIC ALIKE SPRING 2013 FEATURED 16 PERFORMANCES OF 4 OPERAS NEW TO THE COMPANY'S REPERTOIRE, ALL IN NEW PRODUCTIONS BY TODAY'S LEADING DIRECTORS IN TWO ICONIC NY THEATERS BAM & NY CITY CENTER NYC OPERA'S BAM RESIDENCY OPENED WITH POWDER HER FACE DIRECTED BY JAY SCHEIB AND CONCLUDED WITH THE TURN OF THE SCREW, DIRECTED BY SAM BUNTROCK IN APRIL 2013, NYC OPERA RETURNED TO ITS HISTORIC HOME AT THE NY CITY CENTER WITH A NEW PRODUCTION OF ROSSINI'S MOSES IN EGYPT, DIRECTED BY MICHAEL COUNTS AND CONCLUDED THE SPRING 2013 SEASON WITH FOUR PERFORMANCES OF OFFENBACH'S LA PERICHOLE DIRECTED BY CHRISTOPHER ALDEN AT NY CITY CENTER				

4b	(Code)	(Expenses \$ 188,916	including grants of \$	(Revenue \$ 37,355)
EDUCATION PROGRAMSNYC OPERA SERVED OVER 2,500 STUDENTS THROUGH ITS EDUCATION PROGRAMS THAT INCLUDED IN-SCHOOL WORKSHOPS AT THE ELEMENTARY, MIDDLE& HIGH SCHOOL LEVELS AS WELL AS PRE-PROFESSIONAL TRAINING FOR HIGH SCHOOL VOCAL STUDENTS ADDITIONALLY, THE OPERA IS ELEMENTARY PROGRAM (GRADES 2-5) FOCUSED ON AN ABRIDGED VERSION OF UNSUK CHIN'S NEW OPERA, ALICE IN WONDERLAND, WITH A LIBRETTO BY DAVID HENRY HWANG, BRINGING ELEMENTARY STUDENTS TO THE JOHN JAY THEATER FOR THE PERFORMANCES ON NOVEMBER 8, 2012 THE VOX CONTEMPORARY AMERICAN OPERA LAB RETURNED TO NYU'S SKIRBALL CENTER DESCRIBED BY THE NY TIMES AS AN "INVALUABLE CONTRIBUTION TO THE CITY'S CULTURAL LIFE AND THE FUTURE OF AMERICAN OPERA," VOX GIVES AMERICAN COMPOSERS AND AUDIENCES A CHANCE TO HEAR PROFESSIONAL PERFORMANCES OF NEW OPERATIC WORKS VOX 2012 PRESENTED 6 NEW WORKS IN CONJUNCTION WITH OPERA AMERICA'S NEW WORKS FORUM, A 3-DAY MEETING OF LEADING PRODUCERS, ARTISTS, AND PUBLISHERS WORKING TO ADDRESS ISSUES CENTRAL TO THE EXPANSION OF THE AMERICAN OPERATIC REPERTOIRE				

4c	(Code)	(Expenses \$	including grants of \$	(Revenue \$)

4d	Other program services (Describe in Schedule O)			
	(Expenses \$	including grants of \$	(Revenue \$)

4e	Total program service expenses ▶	12,059,428
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Form 990 (2012)

Form 990 (2012)

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Part IX Statement of Functional Expenses

Section 501(c)(3) and 501(c)(4) organizations must complete all columns. All other organizations must complete column (A)

Check if Schedule O contains a response to any question in this Part IX ☐

Do not include amounts reported on lines 6b, 7b, 8b, 9b, and 10b of Part VIII.	(A) Total expenses	(B) Program service expenses	(C) Management and general expenses	(D) Fundraising expenses
1 Grants and other assistance to governments and organizations in the United States. See Part IV, line 21.				
2 Grants and other assistance to individuals in the United States. See Part IV, line 22.				
3 Grants and other assistance to governments, organizations, and individuals outside the United States. See Part IV, lines 15 and 16.				
4 Benefits paid to or for members				
5 Compensation of current officers, directors, trustees, and key employees	755,722	278,630	326,436	150,656
6 Compensation not included above, to disqualified persons (as defined under section 4958(f)(1)) and persons described in section 4958(c)(3)(B)				
7 Other salaries and wages	5,530,190	4,670,729	308,447	551,014
8 Pension plan accruals and contributions (include section 401(k) and 403(b) employer contributions)	124,827	99,054	11,925	13,848
9 Other employee benefits	568,734	490,017	19,968	58,749
10 Payroll taxes	338,254	268,415	32,315	37,524
11 Fees for services (non-employees)				
a Management				
b Legal	47,467		47,467	
c Accounting	35,187		35,187	
d Lobbying				
e Professional fundraising services. See Part IV, line 17.				
f Investment management fees				
g Other (If line 11g amount exceeds 10% of line 25, column (A) amount, list line 11g expenses on Schedule O)	211,573	12,920	29,879	168,774
12 Advertising and promotion	898,571	898,571		
13 Office expenses	150,281	62,285	6,087	81,909
14 Information technology	77,351	64,840	5,120	7,391
15 Royalties				
16 Occupancy	3,421,616	3,336,910	31,981	52,725
17 Travel	312,229	289,830	6,511	15,888
18 Payments of travel or entertainment expenses for any federal, state, or local public officials				
19 Conferences, conventions, and meetings				
20 Interest	16,448		16,448	
21 Payments to affiliates				
22 Depreciation, depletion, and amortization	180,583	151,374	11,953	17,256
23 Insurance	105,934	88,799	7,012	10,123
24 Other expenses. Itemize expenses not covered above (List miscellaneous expenses in line 24e. If line 24e amount exceeds 10% of line 25, column (A) amount, list line 24e expenses on Schedule O)				
a PRODUCTION MATERIALS	1,249,992	1,249,992		
b MISCELLANEOUS	265,521	96,400	134,898	34,223
c SPECIAL SERIES & EVENTS	102,478	662		101,816
d				
e All other expenses				
25 Total functional expenses. Add lines 1 through 24e	14,392,958	12,059,428	1,031,634	1,301,896
26 Joint costs. Complete this line only if the organization reported in column (B) joint costs from a combined educational campaign and fundraising solicitation. Check here <input type="checkbox"/> if following SOP 98-2 (ASC 958-720)				

Form **990** (2012)

Form 990 Department of the Treasury Internal Revenue Service	Return of Organization Exempt From Income Tax Under section 501(c), 527, or 4947(a)(1) of the Internal Revenue Code (except private foundations) Do not enter Social Security numbers on this form as it may be made public. By law, the IRS generally cannot redact the information on the form. Information about Form 990 and its instructions is at www.irs.gov/form990	OMB No 1545-0047 2013 Open to Public Inspection
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A For the 2013 calendar year, or tax year beginning 07-01-2013, 2013, and ending 06-30-2014		
B Check if applicable: <input checked="" type="checkbox"/> Address change <input type="checkbox"/> Name change <input type="checkbox"/> Initial return <input type="checkbox"/> Terminated <input type="checkbox"/> Amended return <input type="checkbox"/> Application pending	C Name of organization NEW YORK CITY OPERA INC	
	D Employer identification number 13-2974347	
	E Telephone number (646) 758-9440	
	G Gross receipts \$ 4,928,626	
	F Name and address of principal officer ANDREA SCALA NELLIS PO BOX 546 ROCKVILLE CENTRE, NY 115710546	
H(a) Is this a group return for subordinates? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No H(b) Are all subordinates included? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If "No," attach a list (see instructions) H(c) Group exemption number ▶		
I Tax-exempt status <input checked="" type="checkbox"/> 501(c)(3) <input type="checkbox"/> 501(c) () (insert no) <input type="checkbox"/> 4947(a)(1) or <input type="checkbox"/> 527		
J Website: WWW.NYCOPERA.COM		
K Form of organization <input checked="" type="checkbox"/> Corporation <input type="checkbox"/> Trust <input type="checkbox"/> Association <input type="checkbox"/> Other ▶		
L Year of formation 1978 M State of legal domicile NY		

Part I Summary					
Activities & Governance	1 Briefly describe the organization's mission or most significant activities TO INSPIRE AUDIENCES WITH INNOVATIVE AND THEATRICALY COMPELLING OPERA				
	2 Check this box <input type="checkbox"/> if the organization discontinued its operations or disposed of more than 25% of its net assets				
	3 Number of voting members of the governing body (Part VI, line 1a)	3 18			
	4 Number of independent voting members of the governing body (Part VI, line 1b)	4 18			
	5 Total number of individuals employed in calendar year 2013 (Part V, line 2a)	5 477			
	6 Total number of volunteers (estimate if necessary)	6 0			
	7a Total unrelated business revenue from Part VIII, column (C), line 12	7a 0			
7b Net unrelated business taxable income from Form 990-T, line 34	7b 0				
Revenue	8 Contributions and grants (Part VIII, line 1h) 9 Program service revenue (Part VIII, line 2g) 10 Investment income (Part VIII, column (A), lines 3, 4, and 7d) 11 Other revenue (Part VIII, column (A), lines 5, 6d, 8c, 9c, 10c, and 11e) 12 Total revenue—add lines 8 through 11 (must equal Part VIII, column (A), line 12)	Prior Year 9,565,319 2,177,854 162,249 1,407,454 13,312,876	Current Year 2,735,167 134,343 -171,231 121,019 2,819,298		
	Expenses	13 Grants and similar amounts paid (Part IX, column (A), lines 1-3) 14 Benefits paid to or for members (Part IX, column (A), line 4) 15 Salaries, other compensation, employee benefits (Part IX, column (A), lines 5-10) 16a Professional fundraising fees (Part IX, column (A), line 11e) b Total fundraising expenses (Part IX, column (D), line 25) ▶ 314,558 17 Other expenses (Part IX, column (A), lines 11a-11d, 11f-24e) 18 Total expenses Add lines 13-17 (must equal Part IX, column (A), line 25) 19 Revenue less expenses Subtract line 18 from line 12	0 0 7,317,727 0 7,075,231 14,392,958 -1,080,082	0 0 2,597,059 0 1,601,216 4,198,275 -1,378,977	
		Net Assets or Fund Balances	20 Total assets (Part X, line 16) 21 Total liabilities (Part X, line 26) 22 Net assets or fund balances Subtract line 21 from line 20	Beginning of Current Year 7,572,241 5,599,728 1,972,513	End of Year 5,911,118 5,825,085 86,033

Part II Signature Block

Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete. Declaration of preparer (other than officer) is based on all information of which preparer has any knowledge.

Sign Here	***** Signature of officer ANDREA SCALA NELLIS MANAGING DIRECTOR Type or print name and title	2015-05-11 Date											
	<table border="1"> <tr> <td>Print/Type preparer's name FREDERICK MARTENS</td> <td>Preparer's signature</td> <td>Date</td> <td>Check <input type="checkbox"/> if self-employed PTIN P00298107</td> </tr> <tr> <td>Firm's name ▶ LUTZ AND CARR CPAS LLP</td> <td colspan="2">Firm's EIN ▶ 13-1655065</td> <td></td> </tr> <tr> <td>Firm's address ▶ 300 EAST 42ND STREET NEW YORK, NY 10017</td> <td colspan="2">Phone no (212) 697-2299</td> <td></td> </tr> </table>		Print/Type preparer's name FREDERICK MARTENS	Preparer's signature	Date	Check <input type="checkbox"/> if self-employed PTIN P00298107	Firm's name ▶ LUTZ AND CARR CPAS LLP	Firm's EIN ▶ 13-1655065			Firm's address ▶ 300 EAST 42ND STREET NEW YORK, NY 10017	Phone no (212) 697-2299	
Print/Type preparer's name FREDERICK MARTENS	Preparer's signature	Date	Check <input type="checkbox"/> if self-employed PTIN P00298107										
Firm's name ▶ LUTZ AND CARR CPAS LLP	Firm's EIN ▶ 13-1655065												
Firm's address ▶ 300 EAST 42ND STREET NEW YORK, NY 10017	Phone no (212) 697-2299												

May the IRS discuss this return with the preparer shown above? (see instructions) ☒ Yes ☐ No

Form 990 (2013)

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Part III Statement of Program Service Accomplishments

Check if Schedule O contains a response or note to any line in this Part III ☒

1 Briefly describe the organization's mission

CITY OPERA'S MISSION IS TO INSPIRE AUDIENCES WITH INNOVATIVE AND THEATRICALLY COMPELLING OPERA, TO NURTURE THE WORK OF PROMISING AMERICAN ARTISTS, AND TO BUILD NEW AUDIENCES THROUGH AFFORDABLE TICKET PRICES AND EXTENSIVE OUTREACH AND EDUCATION PROGRAMS

2 Did the organization undertake any significant program services during the year which were not listed on the prior Form 990 or 990-EZ?

☐ Yes ☒ No

If "Yes," describe these new services on Schedule O

3 Did the organization cease conducting, or make significant changes in how it conducts, any program services?

☒ Yes ☐ No

If "Yes," describe these changes on Schedule O

4 Describe the organization's program service accomplishments for each of its three largest program services, as measured by expenses. Section 501(c)(3) and 501(c)(4) organizations are required to report the amount of grants and allocations to others, the total expenses, and revenue, if any, for each program service reported.

4a	(Code) (Expenses \$	2,064,275	including grants of \$) (Revenue \$	134,343)
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MAINSTAGE PRODUCTIONS NYC OPERA PRESENTED THE AMERICAN PREMIERE OF MARK-ANTHONY TURNAGE'S ANNA NICOLE, IN A NEW CO-PRODUCTION WITH BAM THAT RECREATED THE ROYAL OPERA HOUSE'S 2011 WORLD PREMIERE PRODUCTION. THE OPERA HEADLINED THE 2013 NEXT WAVE FESTIVAL, WITH SEVEN PERFORMANCES AT THE HOWARD GILMAN OPERA HOUSE ON SEPTEMBER 17, 19, 21, 24, 26, 27, 28, 2013. THE JOURNEY TRACED BY TURNAGE'S TITULAR CHARACTER QUALIFIES HER FOR THE PANTHEON OF OPERA'S GREAT FALLEN WOMEN: CARMEN, VIOLETTA, MANON, AND LULU. THE TWO-ACT TRAGICOMEDY TRACES THE CAUTIONARY TALE OF AMERICAN MODEL, ACTRESS, AND TABLOID SENSATION ANNA NICOLE SMITH (1967-2007) IN 16 SCENES, FROM HER HUMBLE BEGINNINGS IN EAST TEXAS, TO HER LAPDANCING DAYS AT A HOUSTON STRIP CLUB, WHERE SHE UNDERWENT BREAST AUGMENTATION AND MET HER SECOND HUSBAND (AN OIL TYCOON MORE THAN 60 YEARS HER SENIOR), THROUGH HER STATUS AS A 1990'S TABLOID ICON, TO HER UNTIMELY AND TRAGIC DEATH AT THE AGE OF 39 FROM AN APPARENT DRUG OVERDOSE. THROUGHOUT, A LARGE BRECHTIAN CHORUS OF PRESS, PAPAARAZZI, AND VOYEURS DRIVES THE ACTION FORWARD WHILE PROVIDING MORAL COMMENTARY ON THE IDIOCIES OF TODAY'S TABLOID-OBSSESSED CULTURE.

4b	(Code)	(Expenses \$ 55,806	including grants of \$)	(Revenue \$)
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EDUCATION PROGRAMS NYC OPERA SERVED STUDENTS THROUGH ITS EDUCATION PROGRAMS THAT INCLUDED IN-SCHOOL WORKSHOPS AT THE ELEMENTARY, MIDDLE & HIGH SCHOOL LEVELS AS WELL AS PRE-PROFESSIONAL TRAINING FOR HIGH SCHOOL VOCAL STUDENTS

4c	(Code) (Expenses \$	including grants of \$) (Revenue \$
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4d Other program services (Describe in Schedule O)

(Expenses \$ _____ including grants of \$ _____) (Revenue \$ _____)

4e	Total program service expenses ▶	2,120,081
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Form 990 (2013)

Form 990 (2013)

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Part IX Statement of Functional Expenses

Section 501(c)(3) and 501(c)(4) organizations must complete all columns. All other organizations must complete column (A).

Check if Schedule O contains a response or note to any line in this Part IX ☐Do not include amounts reported on lines 6b,
7b, 8b, 9b, and 10b of Part VIII.

	(A) Total expenses	(B) Program service expenses	(C) Management and general expenses	(D) Fundraising expenses
1 Grants and other assistance to governments and organizations in the United States. See Part IV, line 21.				
2 Grants and other assistance to individuals in the United States. See Part IV, line 22.				
3 Grants and other assistance to governments, organizations, and individuals outside the United States. See Part IV, lines 15 and 16.				
4 Benefits paid to or for members.				
5 Compensation of current officers, directors, trustees, and key employees.	389,489	142,205	163,685	83,599
6 Compensation not included above, to disqualified persons (as defined under section 4958(f)(1)) and persons described in section 4958(c)(3)(B).				
7 Other salaries and wages.	1,668,001	1,119,515	437,763	110,723
8 Pension plan accruals and contributions (include section 401(k) and 403(b) employer contributions).	218,577	135,447	63,010	20,120
9 Other employee benefits.	193,193	132,980	47,362	12,851
10 Payroll taxes.	127,799	79,194	36,841	11,764
11 Fees for services (non-employees):				
a Management.				
b Legal.	95,037		95,037	
c Accounting.	36,275		36,275	
d Lobbying.				
e Professional fundraising services. See Part IV, line 17.				
f Investment management fees.				
g Other (If line 11g amount exceeds 10% of line 25, column (A) amount, list line 11g expenses on Schedule O).	312,348	149,605	158,147	4,596
12 Advertising and promotion.	111,683		111,683	
13 Office expenses.	39,419	10,520	11,811	17,088
14 Information technology.	39,976	19,302	17,488	3,186
15 Royalties.				
16 Occupancy.	550,720	206,708	327,353	16,659
17 Travel.	35,564	6,643	11,643	17,278
18 Payments of travel or entertainment expenses for any federal, state, or local public officials.				
19 Conferences, conventions, and meetings.				
20 Interest.	5,698		5,698	
21 Payments to affiliates.				
22 Depreciation, depletion, and amortization.	98,011		98,011	
23 Insurance.	108,390	52,377	47,457	8,556
24 Other expenses. Itemize expenses not covered above. (List miscellaneous expenses in line 24e. If line 24e amount exceeds 10% of line 25, column (A) amount, list line 24e expenses on Schedule O.)				
a MISCELLANEOUS	96,225		94,372	1,853
b PRODUCTION MATERIALS	65,585	65,585		
c SPECIAL SERIES & EVENTS	6,285			6,285
d				
e All other expenses				
25 Total functional expenses. Add lines 1 through 24e.	4,198,275	2,120,081	1,763,636	314,558
26 Joint costs. Complete this line only if the organization reported in column (B) joint costs from a combined educational campaign and fundraising solicitation. Check here <input type="checkbox"/> if following SOP 98-2 (ASC 958-720).				

Form 990 (2013)